

MARVEL

EARTH'S MIGHTIEST HEROES

THE AVENGERS



**VOL.
1**

ASSEMBLE

KURT BUSIEK • GEORGE PÉREZ

Waid • Ostrander • Chen • Kubert • Pacheco • Aucoin

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EARTH'S MIGHTIEST HEROES

THE AVENGERS

**FAN-FAVORITE CREATORS KURT BUSIEK
AND GEORGE PÉREZ USHER IN A NEW ERA
FOR EARTH'S MIGHTIEST HEROES!**

Since the team's inception, the Avengers have always defended humanity against the forces of evil. When duty calls, these legendary champions answer, fighting valiantly until justice prevails. But what happens when their oldest foes strike directly at the team? On the eve of a huge Avengers gathering, an attack by the evil enchantress Morgan Le Fay sends these assembled heroes into a strange medieval reality where nothing is as it seems. Held under Le Fay's thrall, the Avengers have lost all memory of their true identities. Breaking free of Morgan's spell, Captain America and Hawkeye must fight to free their teammates before the Marvel Universe is altered forever! Plus: The Avengers take on the Kree and the Squadron Supreme!

Collecting Avengers #1-11

VOL.
1

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T+

MARVEL

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MARVEL
COMICS

COLLECTOR'S
ITEM
1ST
ISSUE!

FEB
1998

APPROVED
BY THE
COMIC
CRAFT
AUTHORITY

HEROES RETURN™

the

AVENGERS



GEORGE PEREZ ...97

BUSIEK ■ PEREZ ■ VEY

Stan Lee Presents a New Era of Adventure & Daring
for Earth's Mightiest Heroes!



ONCE AN AVENGER...

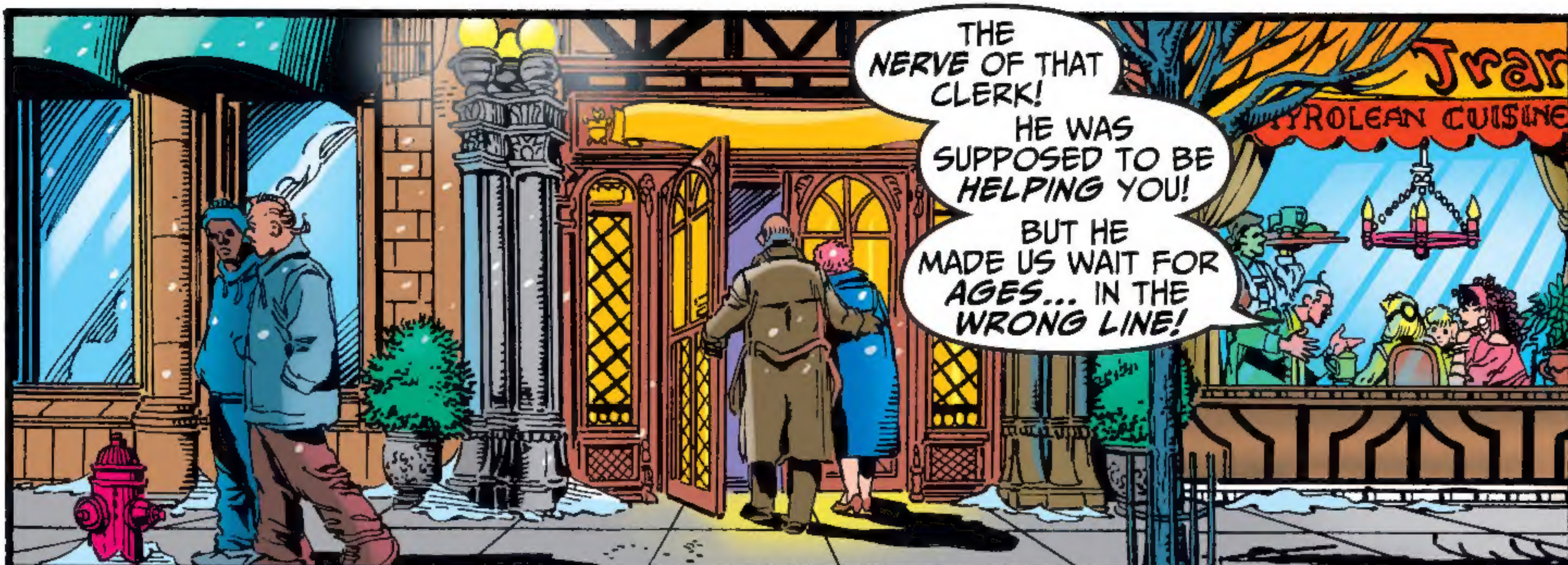
Al Vey
inks
Richard Starkings &
Comicraft/TF
letters

Mark
Busiek & George
Pérez
Bob Harras editor in chief

Tom Smith
colors
Tom Brevoort
editor

Prologue:

In **CAFE TRANSIA**, a Slavic Restaurant nestled into a sidestreet in one of Manhattan's Eastern European Communities...



THE NERVE OF THAT CLERK!

HE WAS SUPPOSED TO BE HELPING YOU!

BUT HE MADE US WAIT FOR AGES... IN THE WRONG LINE!

AND THEN HIS MANNER --

REALLY, BROTHER -- IT'S NOT THAT SERIOUS.

WHY, YOU'D THINK YOU WEREN'T EVEN HAPPY THAT YOUR WIFE AND SISTER HAVE RETURNED FROM SEEMING DEATH!

SST, PIETRO! THE BABY...

THERE'S LEGAL RED TAPE TO BE DEALT WITH DUE TO OUR RETURN. THAT'S UNAVOIDABLE.

BUT CAN'T WE JUST ENJOY THIS DINNER IN PEACE?

VERY WELL, CRYSTAL. FOR YOU, I SHALL --

EEK!

MOMMY! DADDY! AUN'IE WANDA!

WHAT IS IT, LUNA?



QUICKSILVER! CRYSTAL! SCARLET WITCH! WE ARE THE FLYING TROLLS OF THRYHEM, AVENGERS --

-- AND WE ARE YOUR **DEATH!**

So it **BEGINS...**

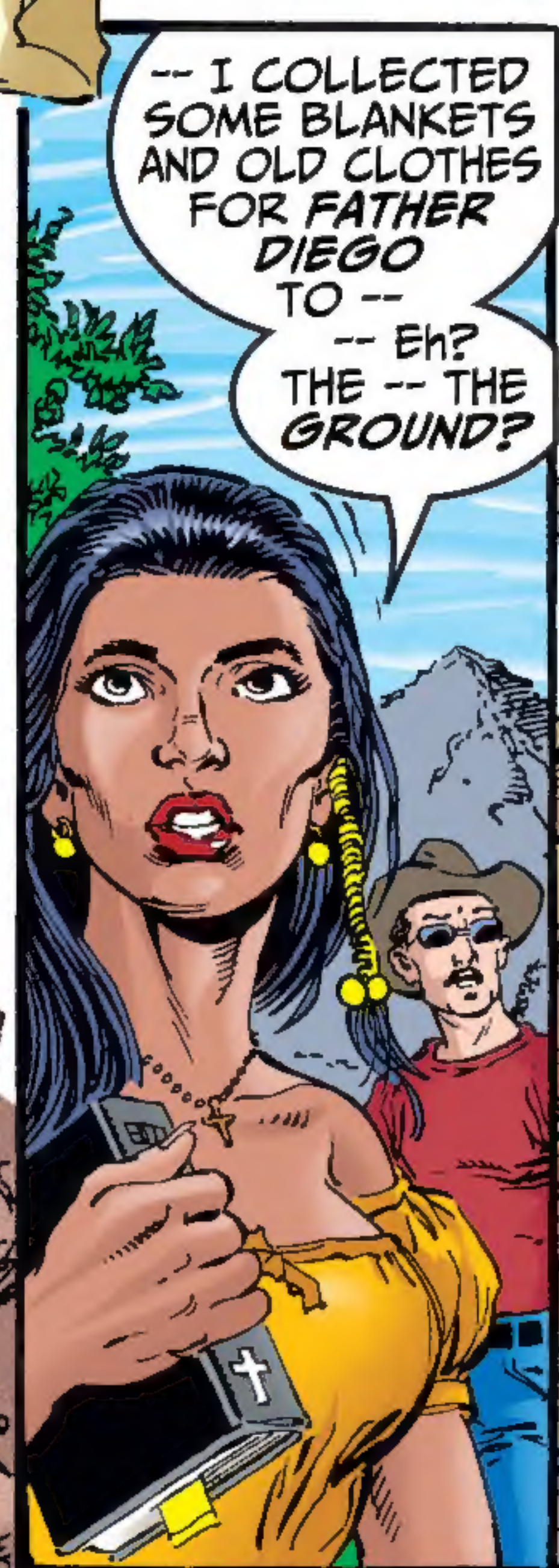


...but it is not confined to **NEW YORK**. For, near **ALBUQUERQUE**, New Mexico...

HOLA, CARLOS!

HELLO, BONITA! AND WHAT BRINGS YOU TO OUR TINY PARISH?

OH, NOT MUCH --



-- I COLLECTED SOME BLANKETS AND OLD CLOTHES FOR FATHER DIEGO TO --

-- EH? THE -- THE GROUND?



MADRE DE DIOS! SOME SORT OF MONSTERS!



AND THEIR MOUTHS GAPE WIDE --

-- BUT THEY SAY NOTHING! WELL, SILENT ONES -- YOU MAY HAVE CAPTURED BONITA JUAREZ --



-- BUT YOU WILL FIND THAT FIREBIRD IS MUCH HARDER TO HOLD!



...and, in the African Nation-state of **WAKANDA**...

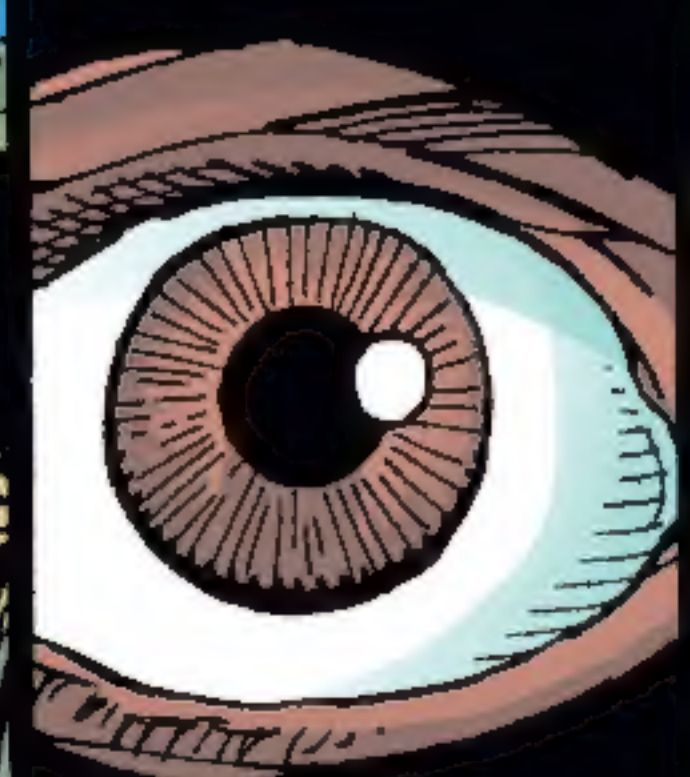
THAT NOISE, MY KING! WHAT --?

I DO NOT KNOW, N'DELE! BUT I HEAR MORE --

-- THE BEAT OF GIANT, LEATHERY WINGS -- COMING CLOSER!



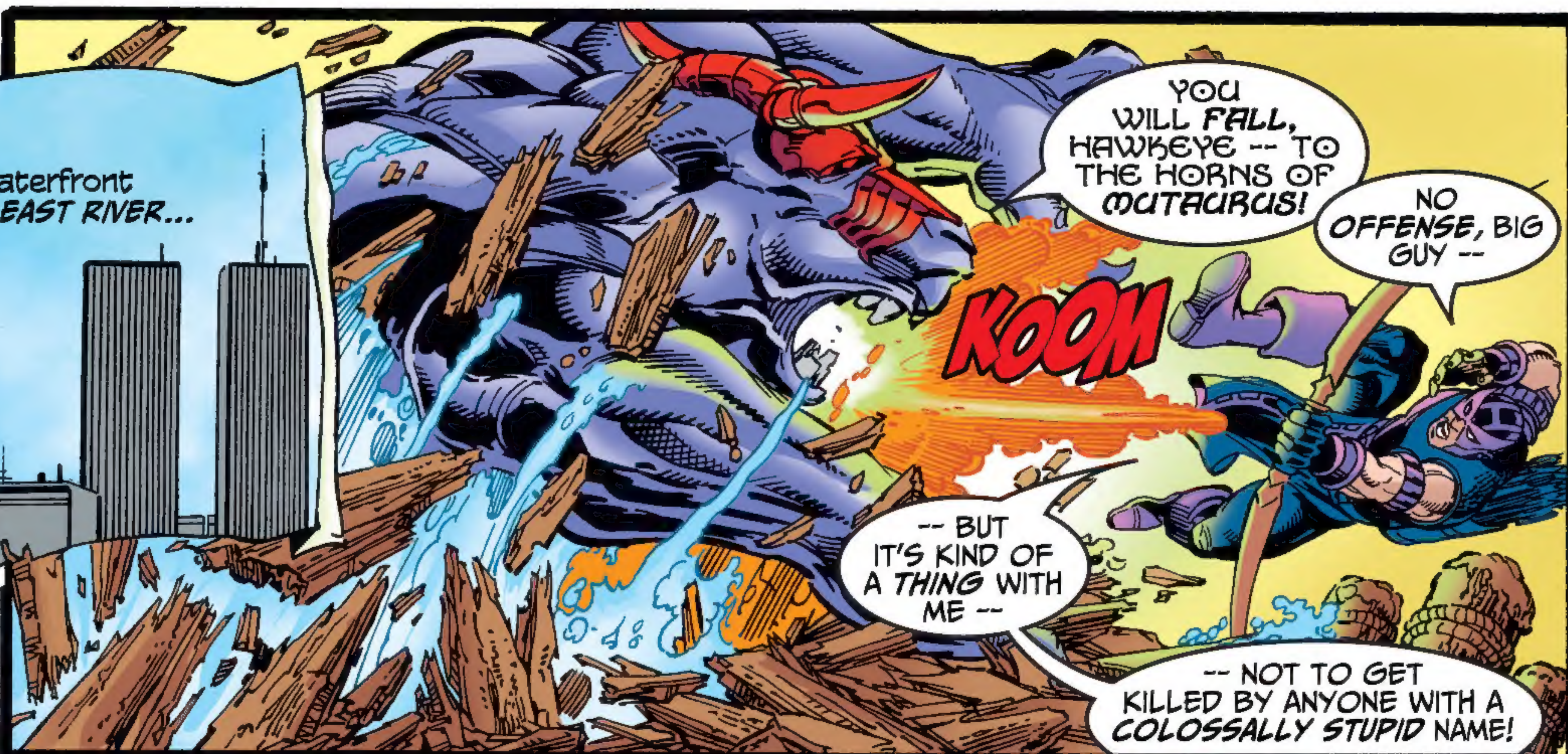
SOME SORT OF -- BIRD-BEAST!



I KNOW NOT WHY YOU HAVE COME HERE, CREATURE, BUT THIS IS A WEDDING CELEBRATION -- AND YOU ARE NOT WELCOME!

SO SAYS T'CHALLA -- THE BLACK PANTHER!

...along the waterfront
of New York's *EAST RIVER*...



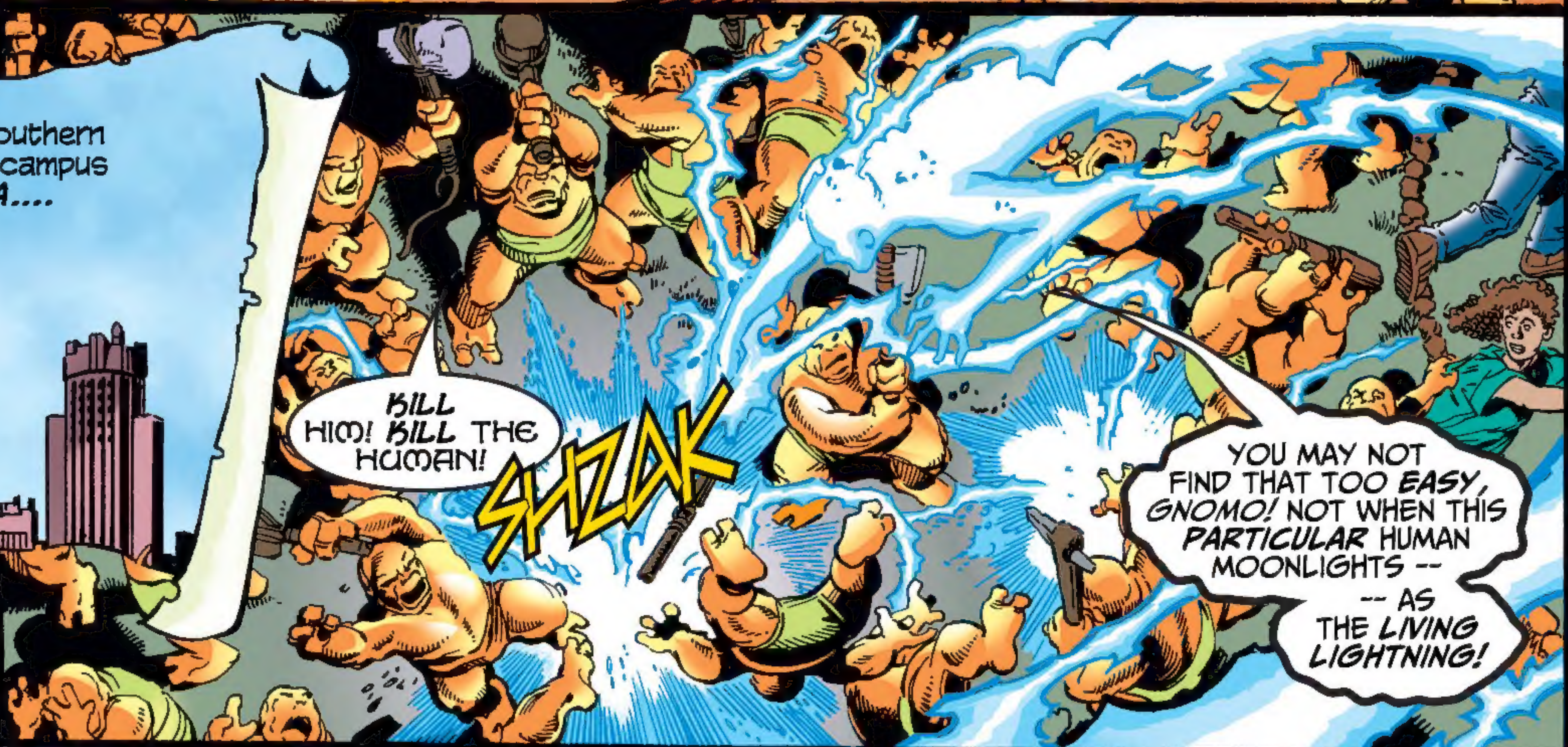
...in Manhattan's
CENTRAL PARK...

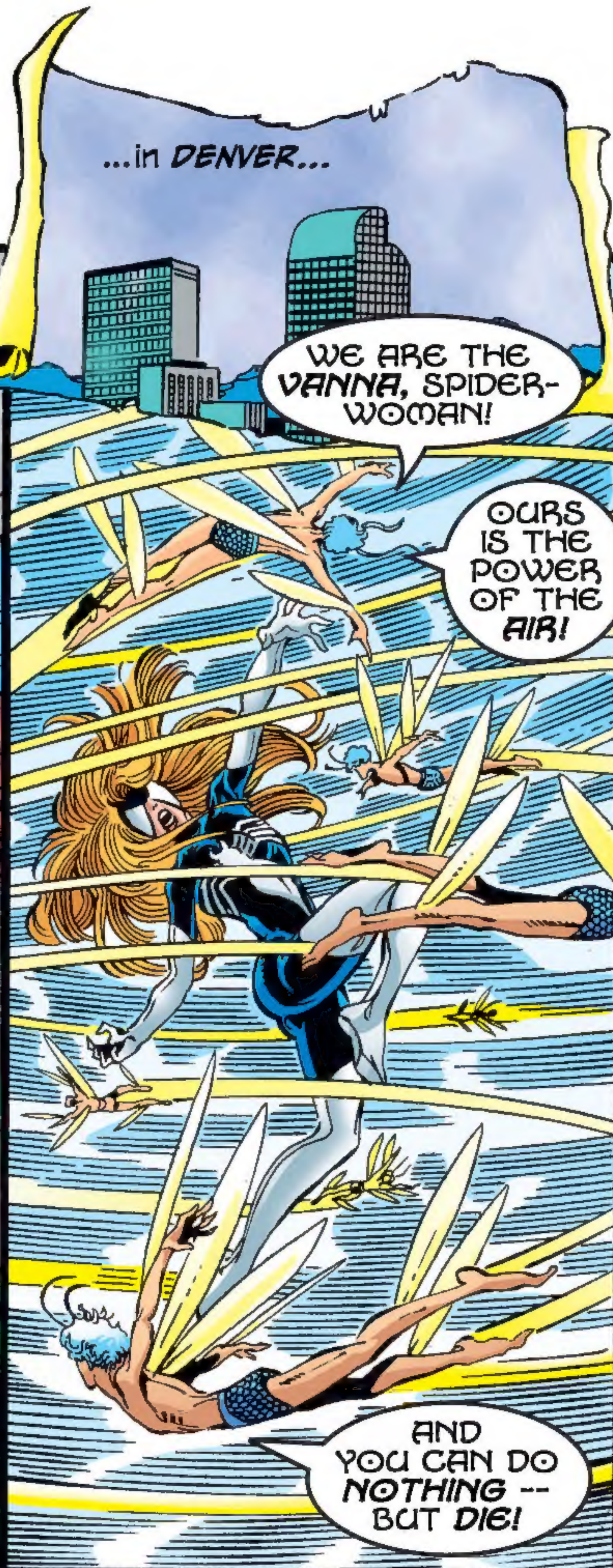


...on the outskirts
of *CINCINNATI*...



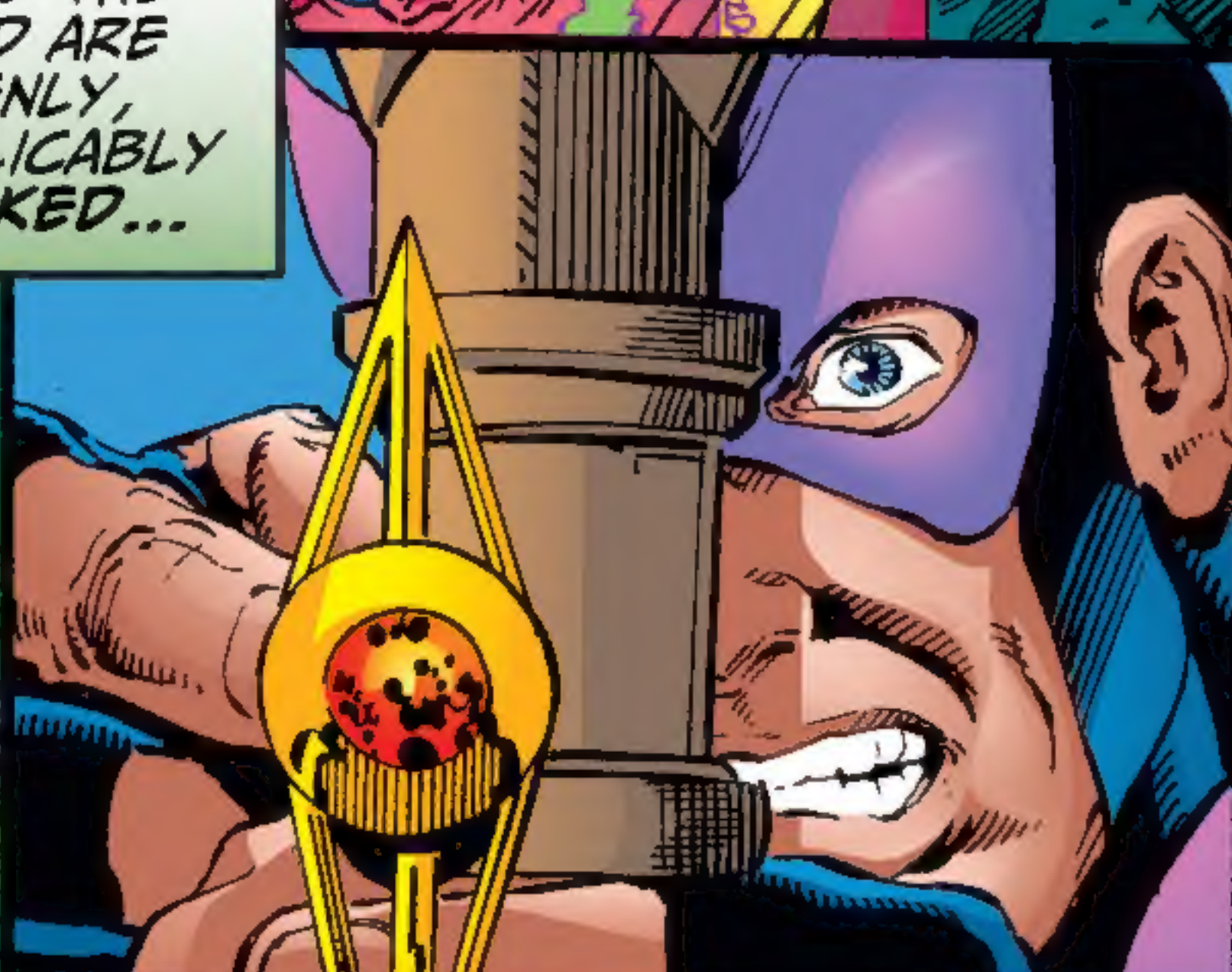
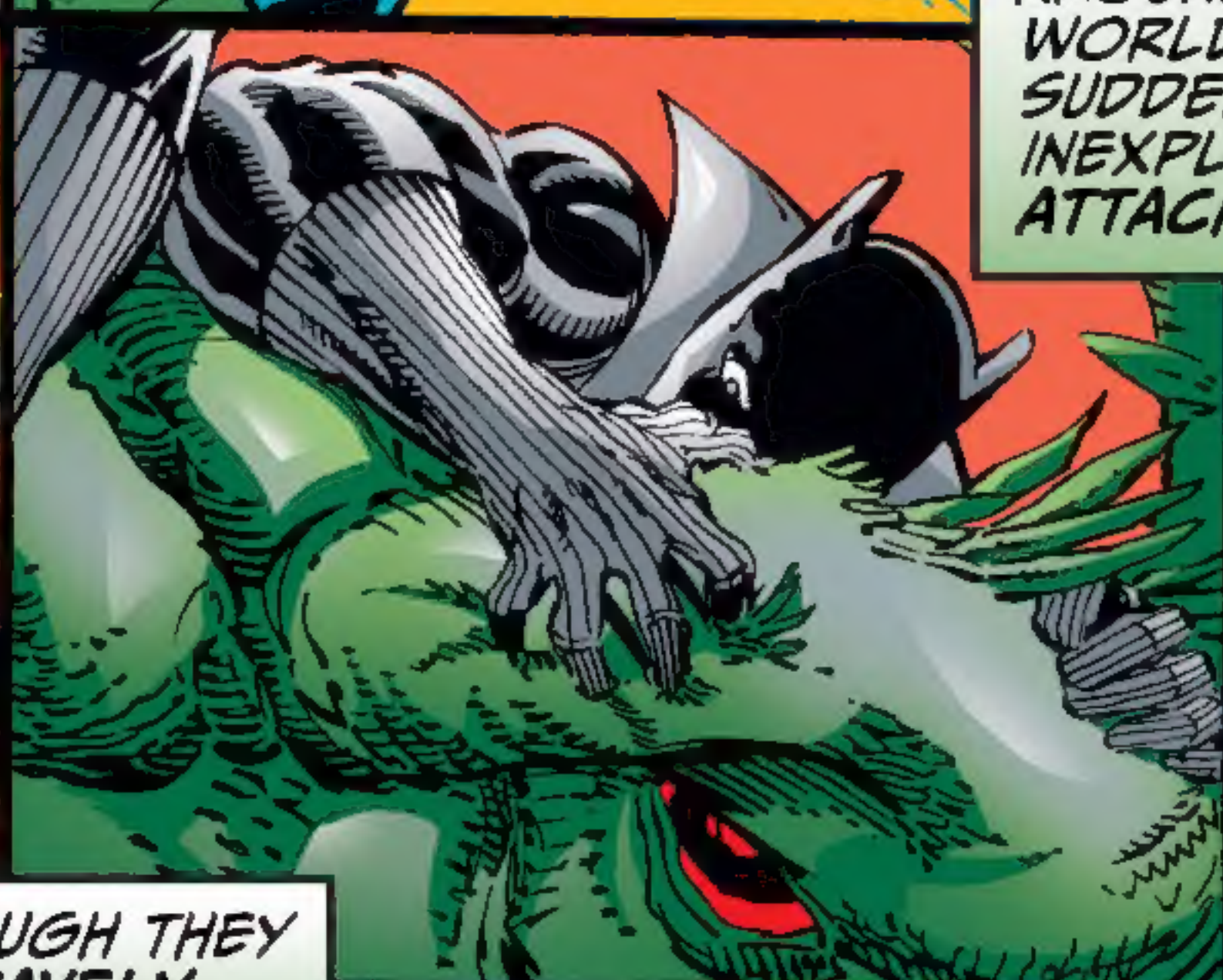
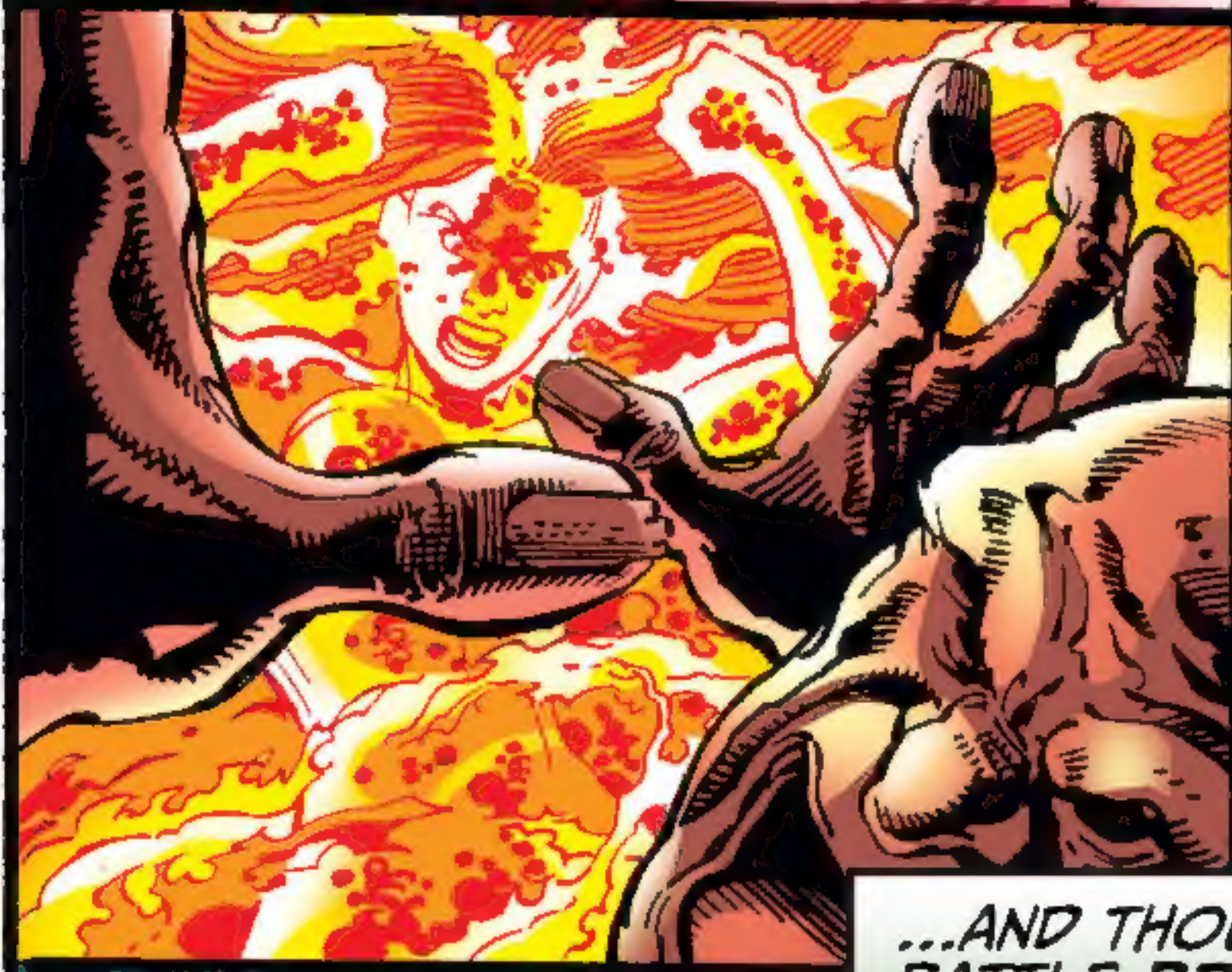
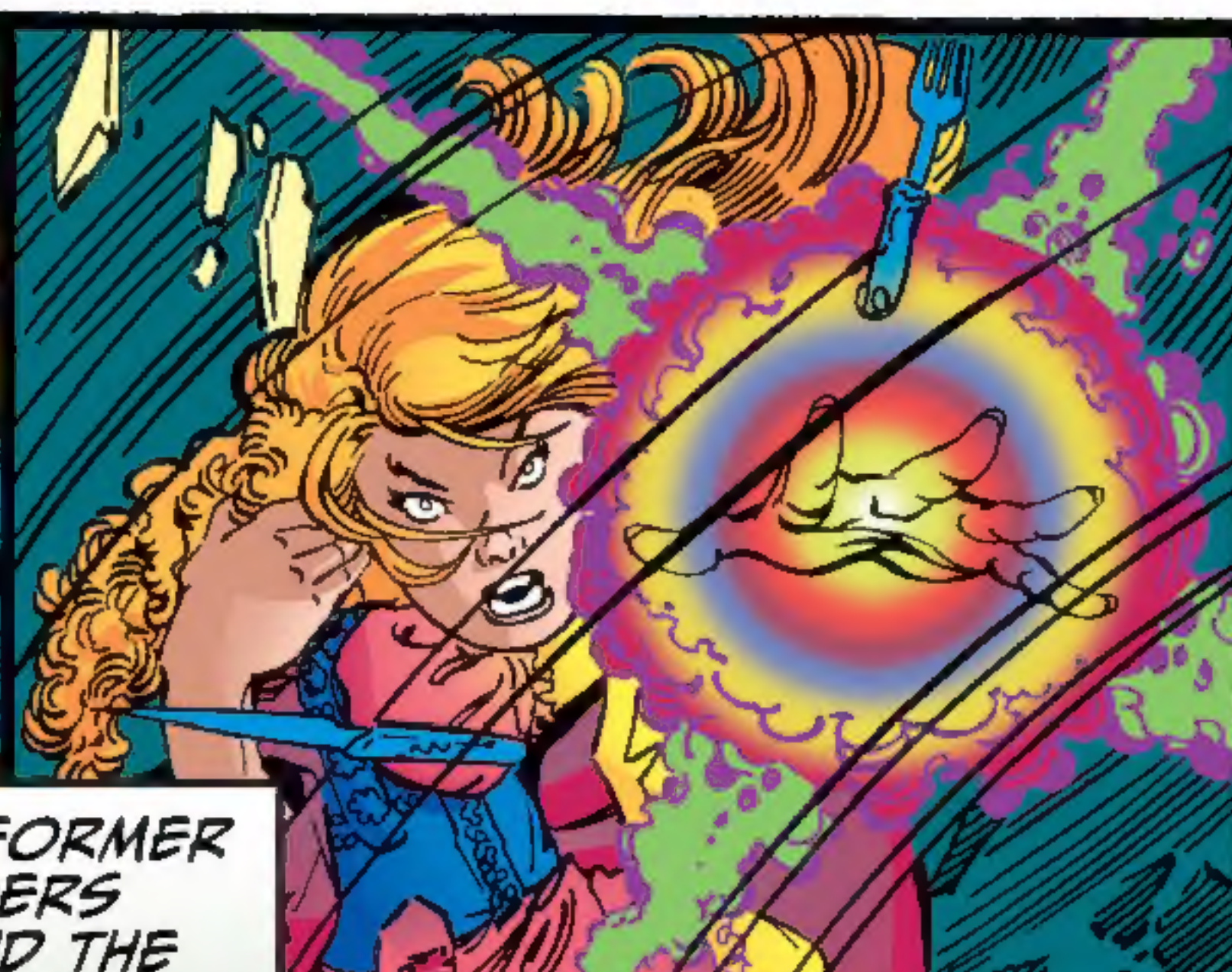
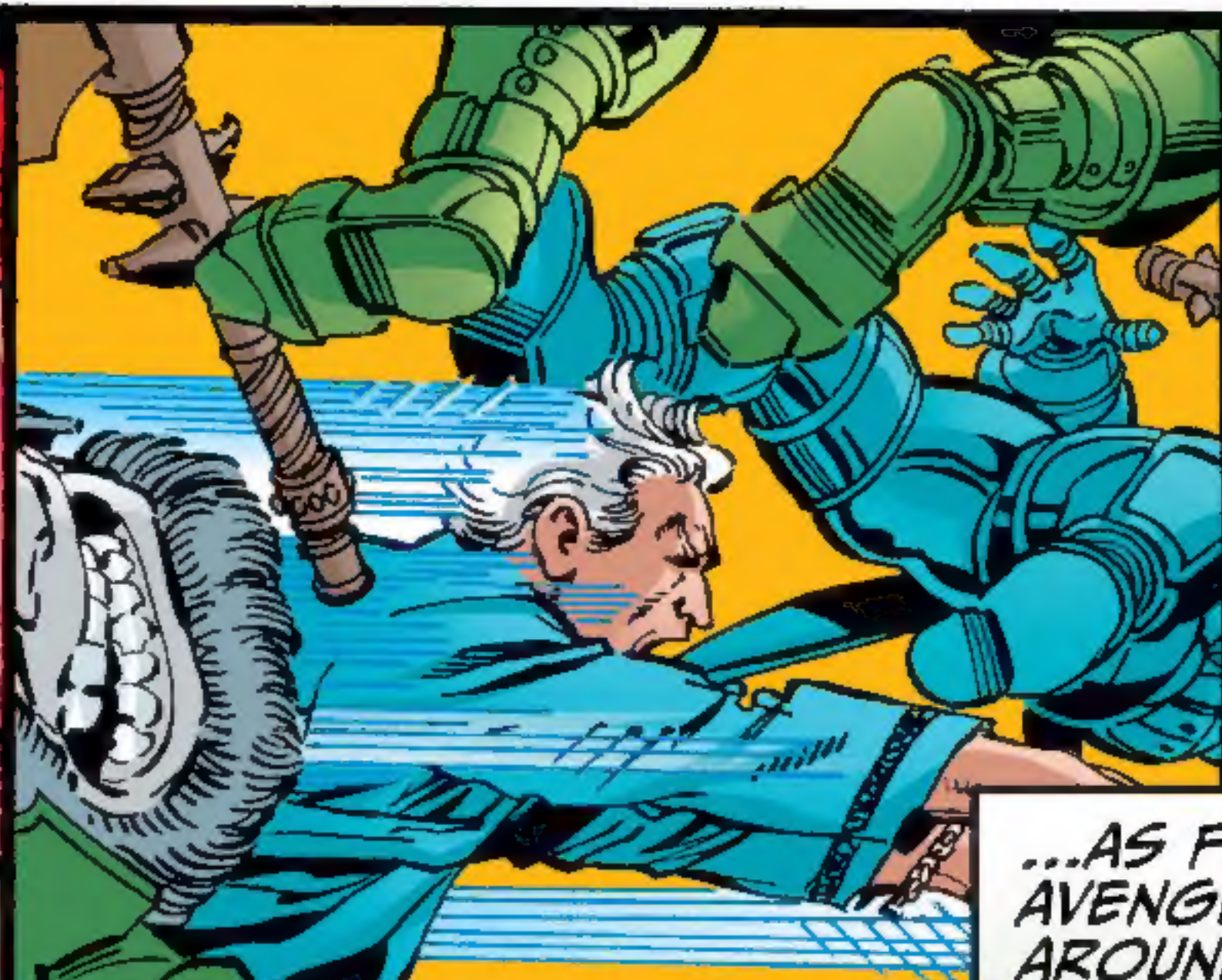
...on the Southern
Californian campus
of *U.C.L.A.*....







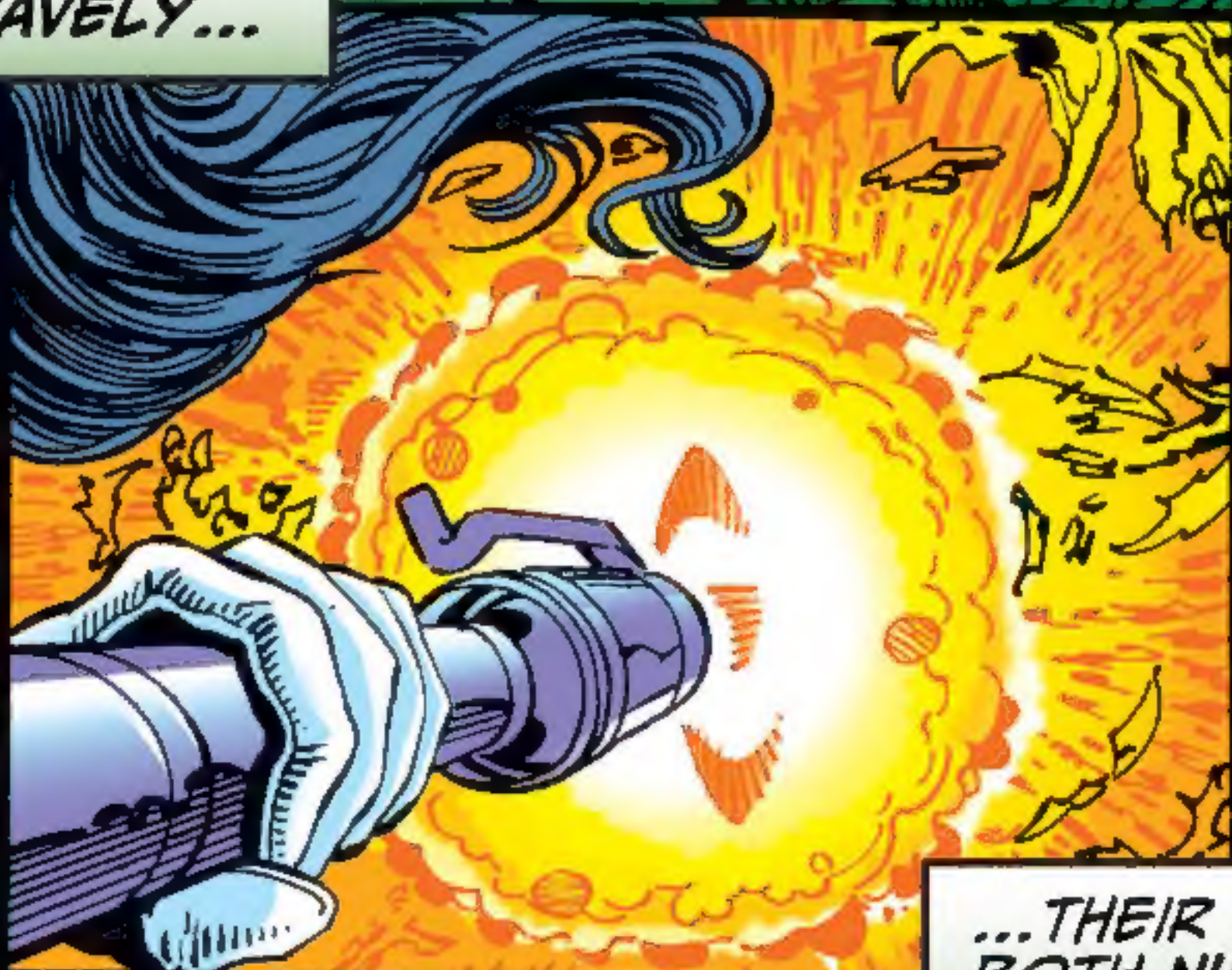
AND SO IT GOES...



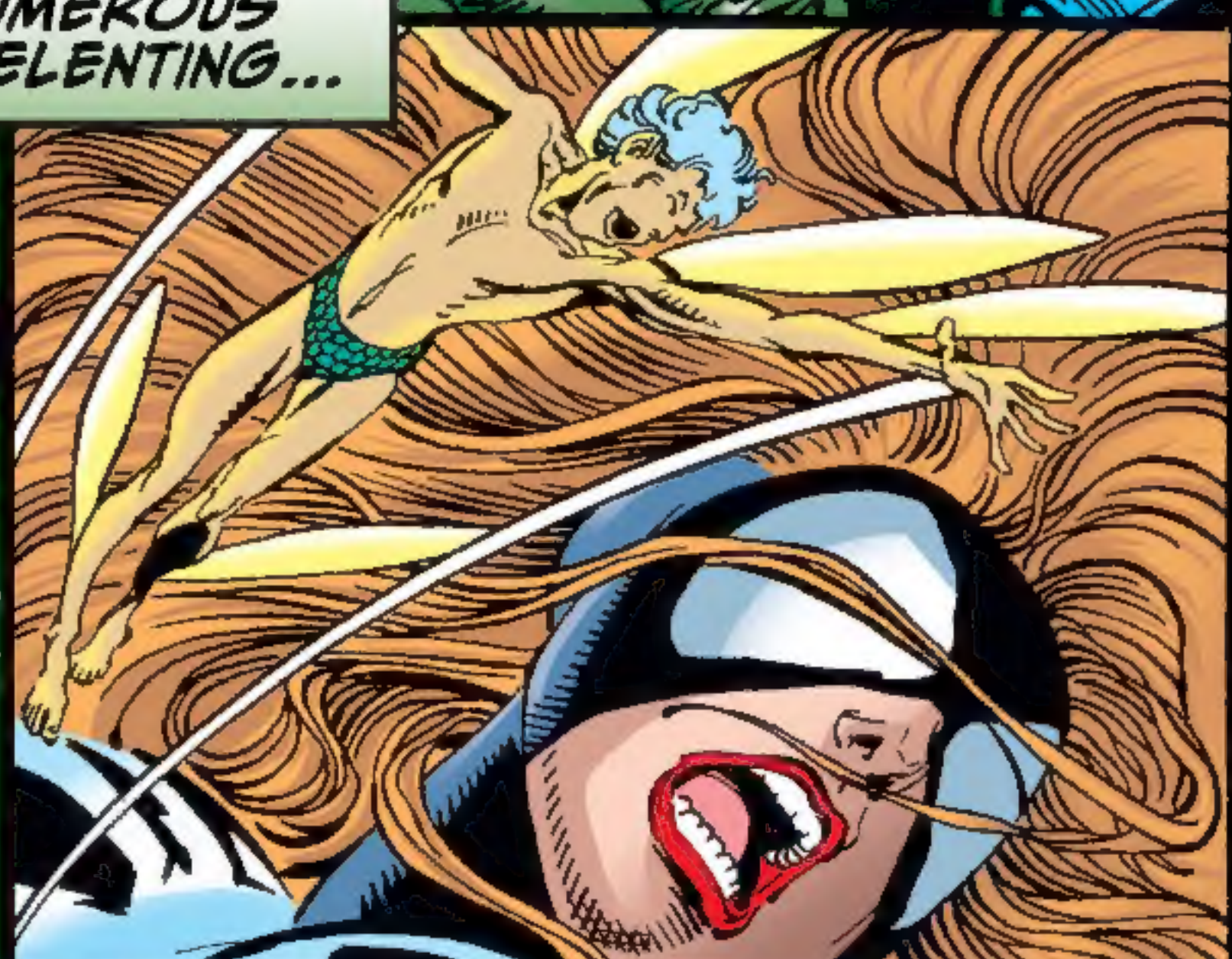
...AS FORMER AVENGERS AROUND THE WORLD ARE SUDDENLY, INEXPLICABLY ATTACKED...



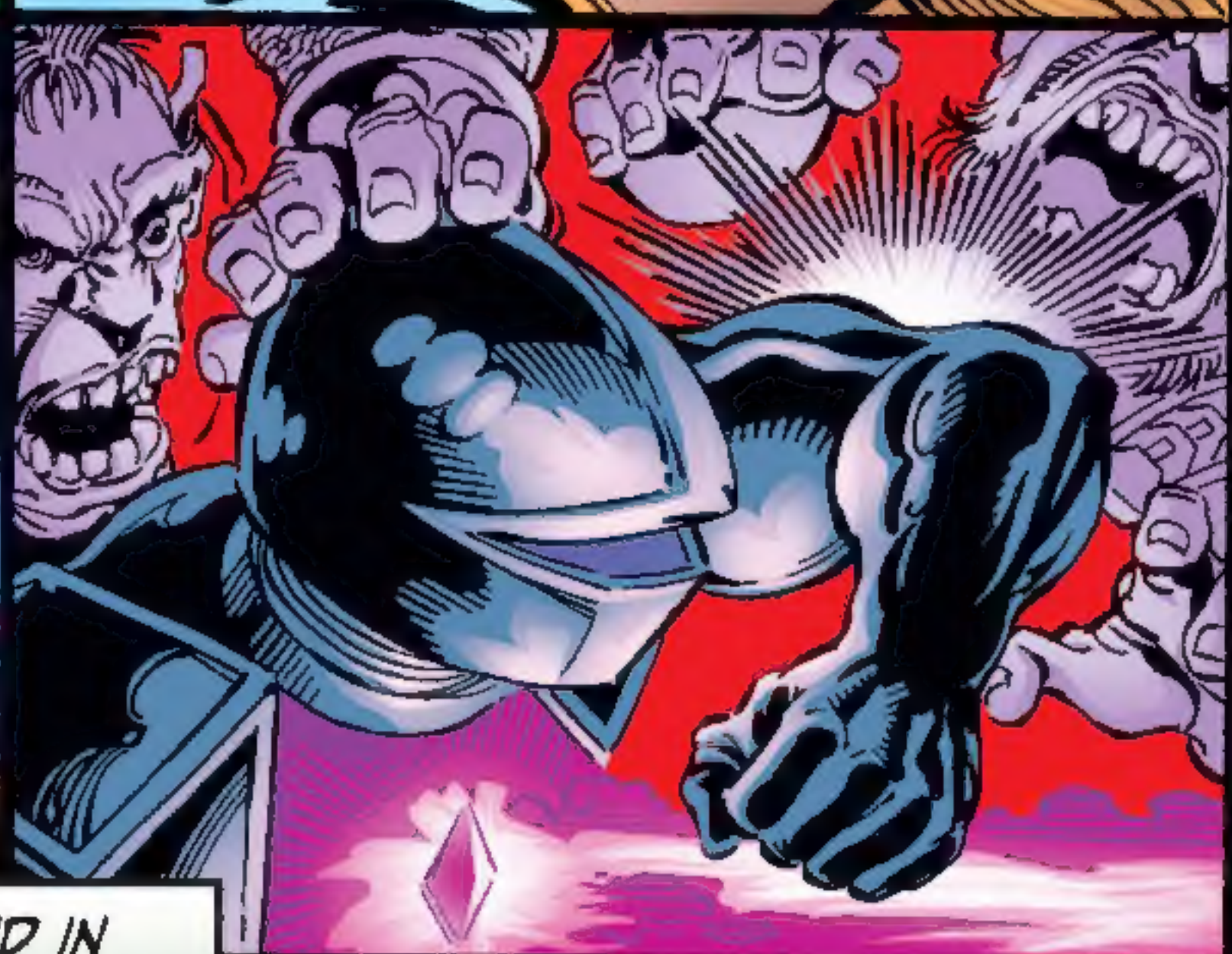
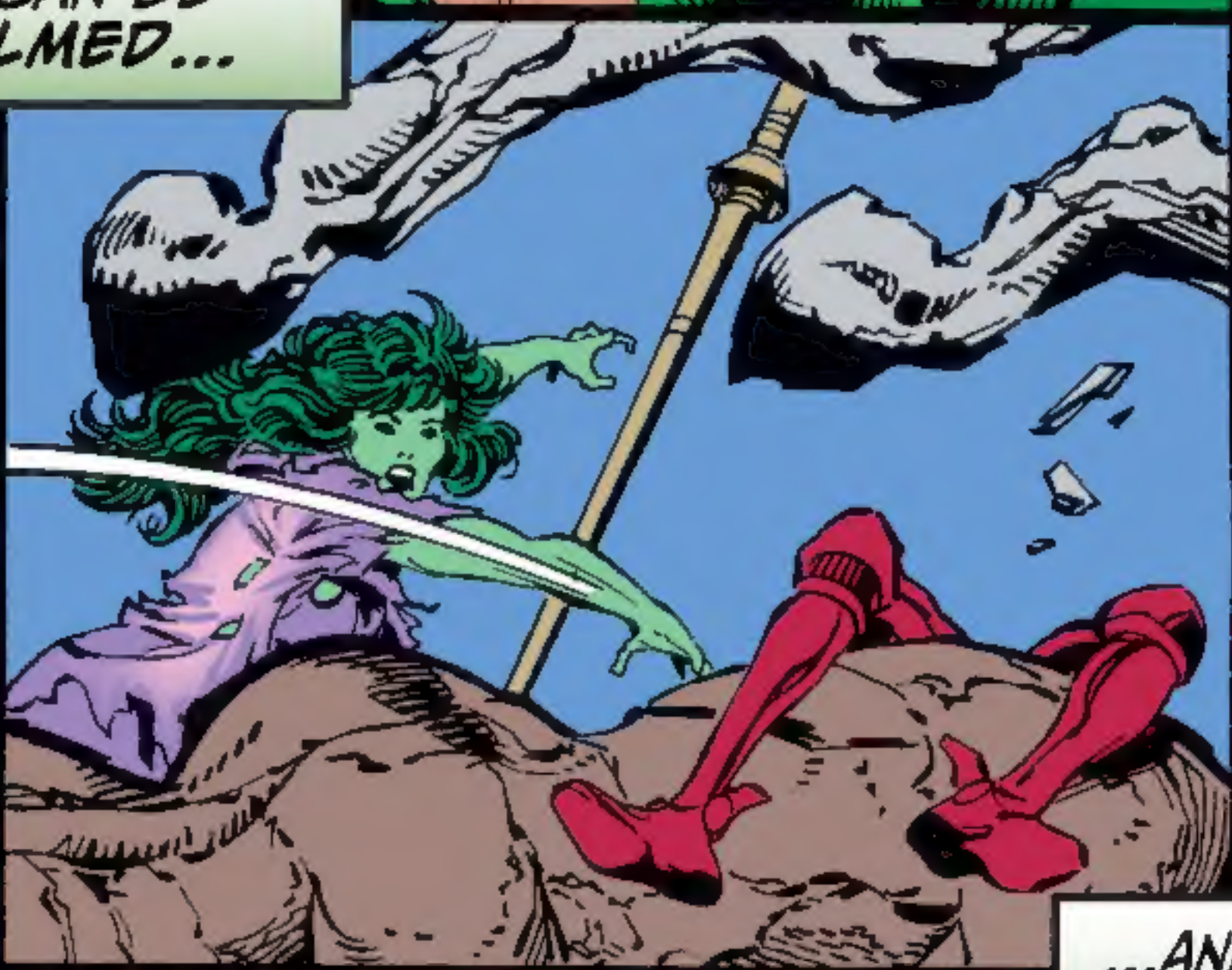
...AND THOUGH THEY BATTLE BRAVELY...



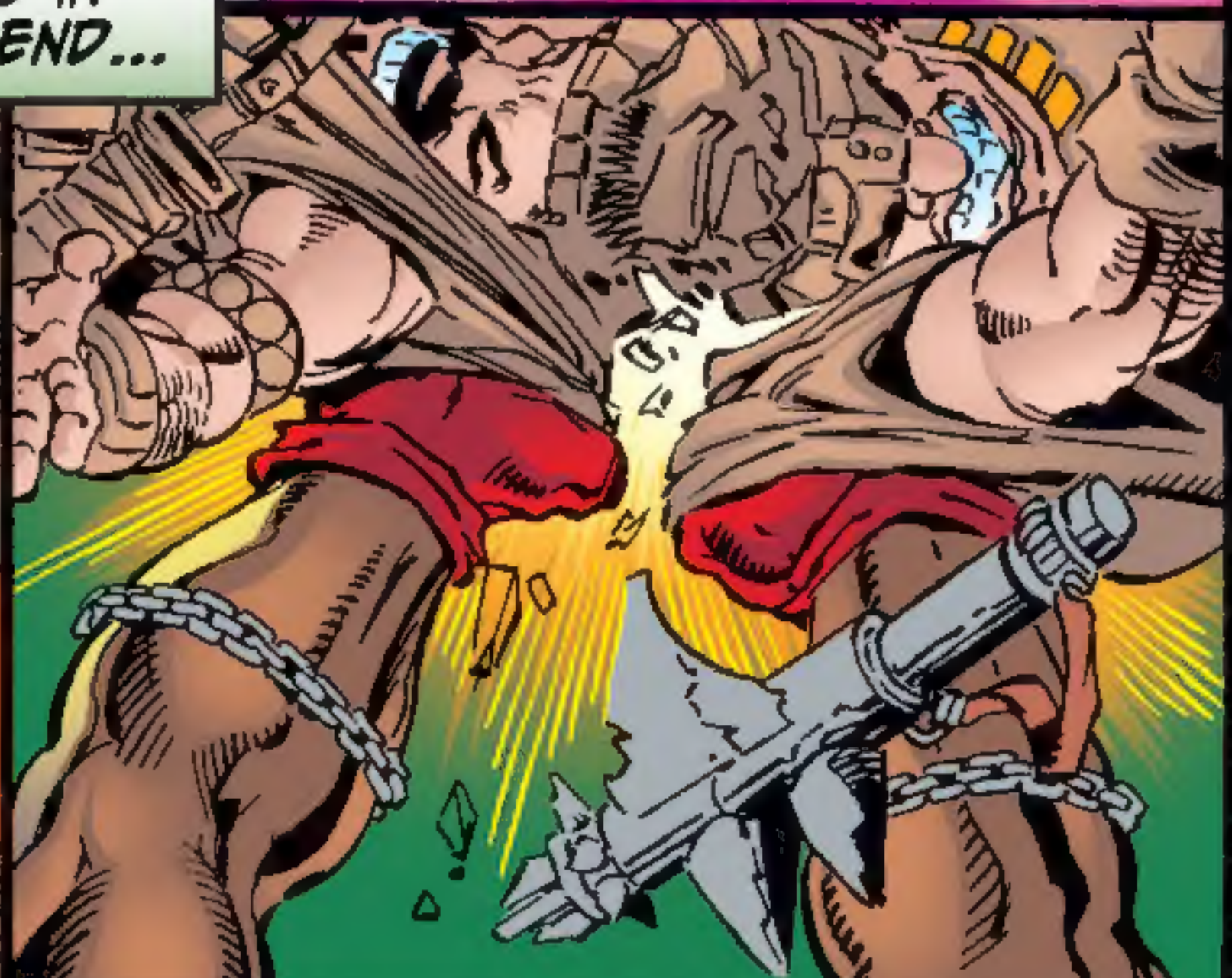
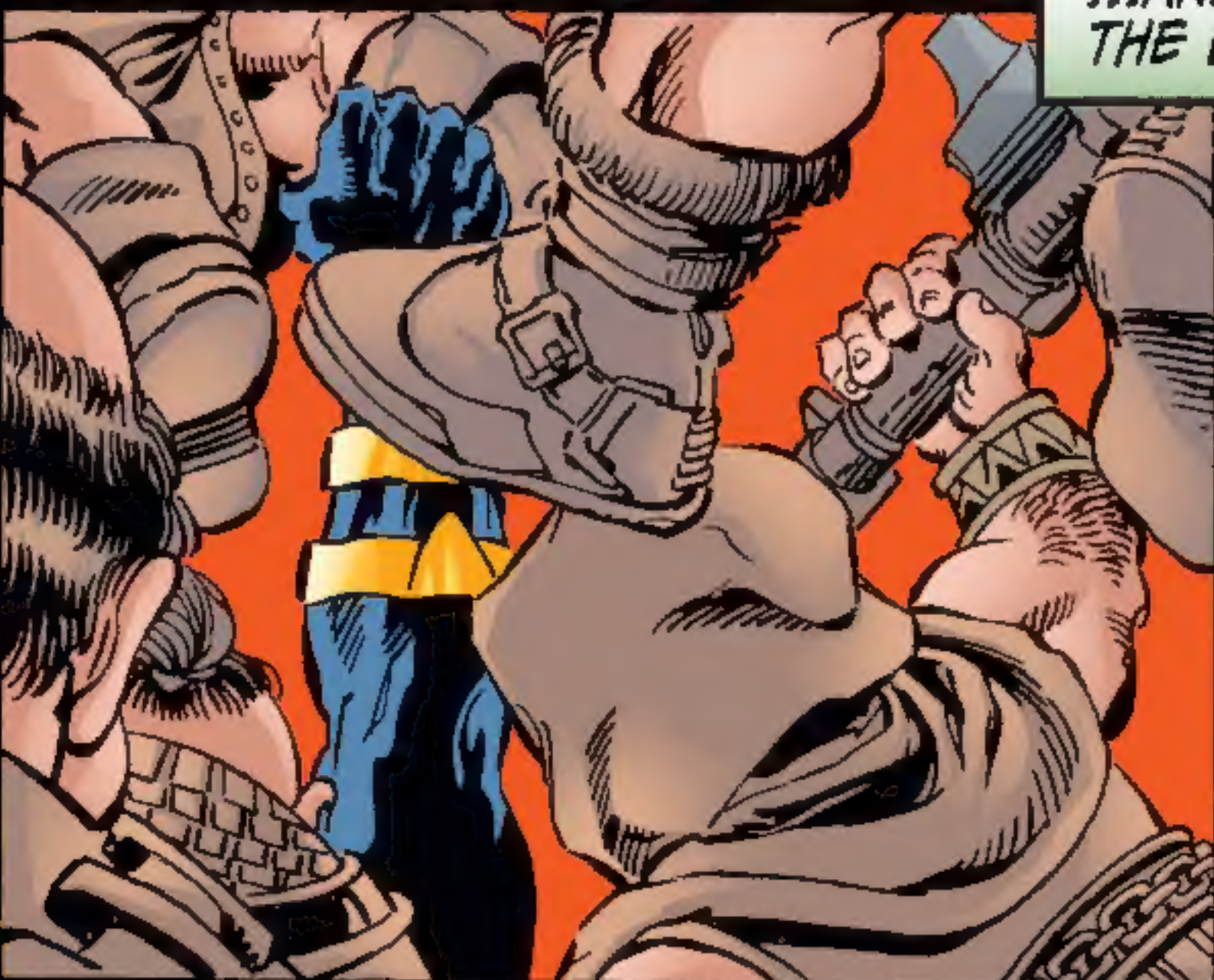
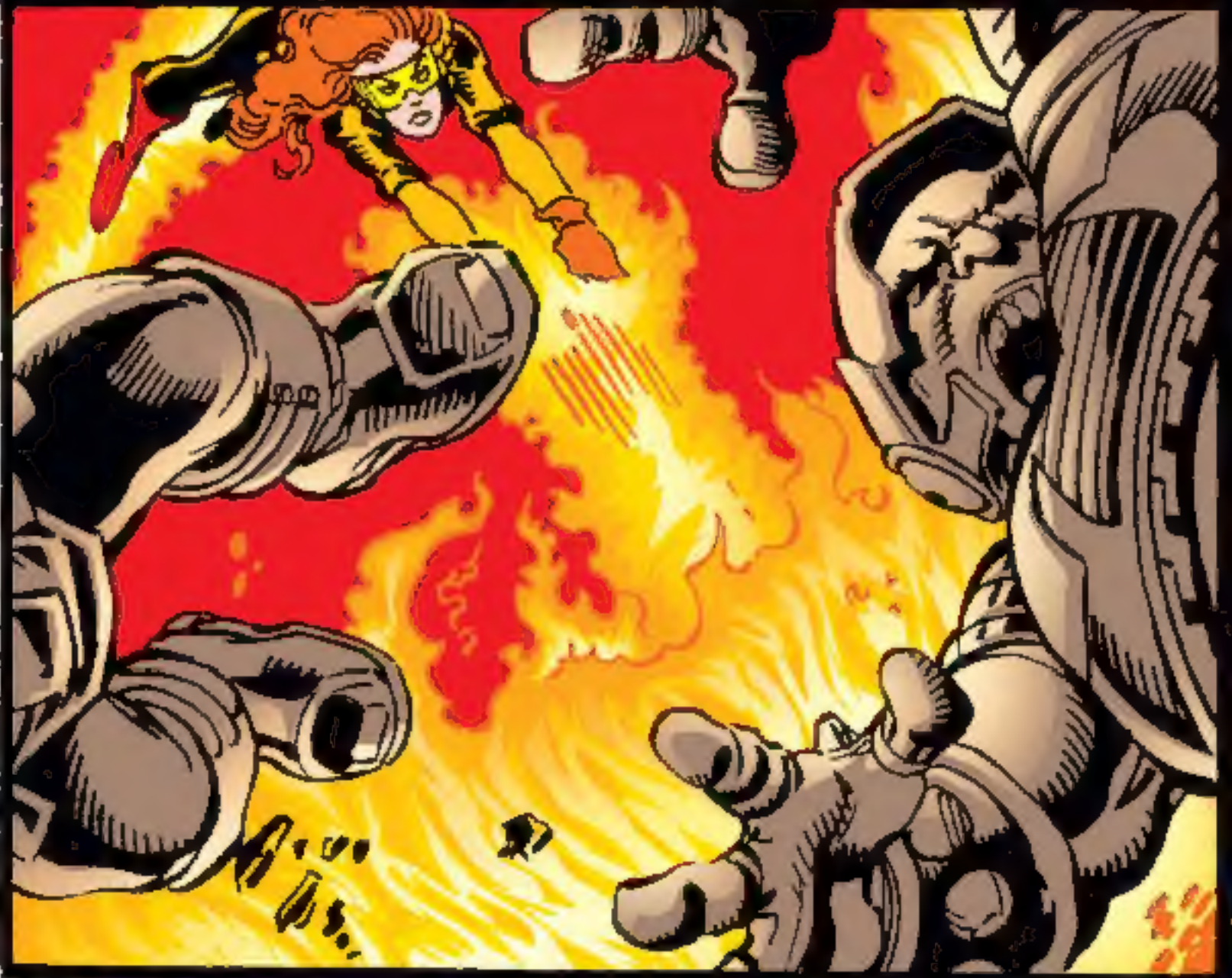
...THEIR FOES ARE BOTH NUMEROUS AND UNRELENTING...



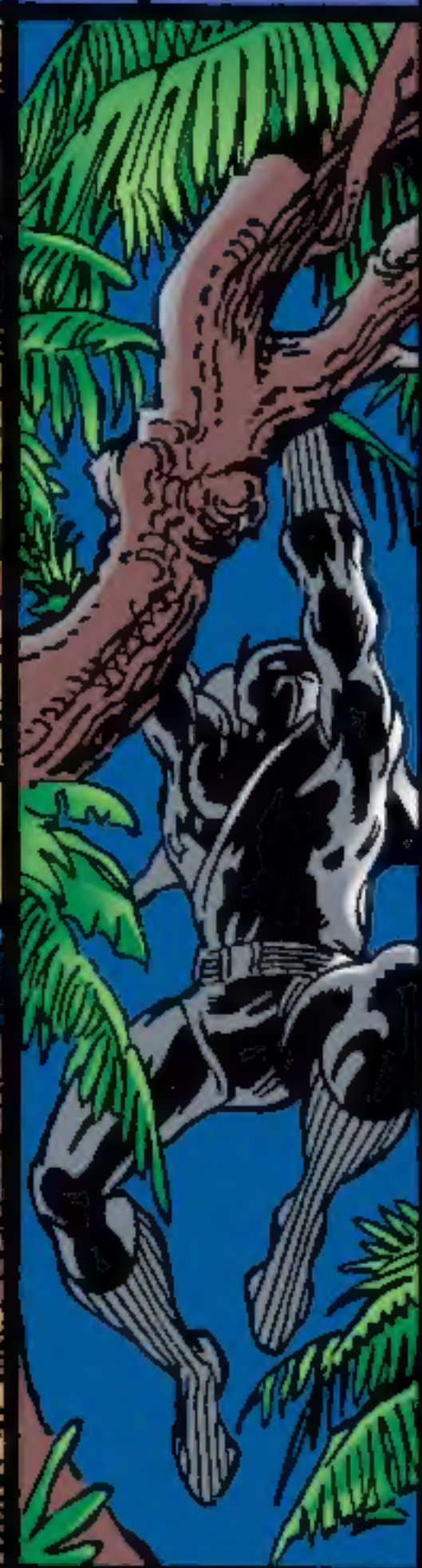
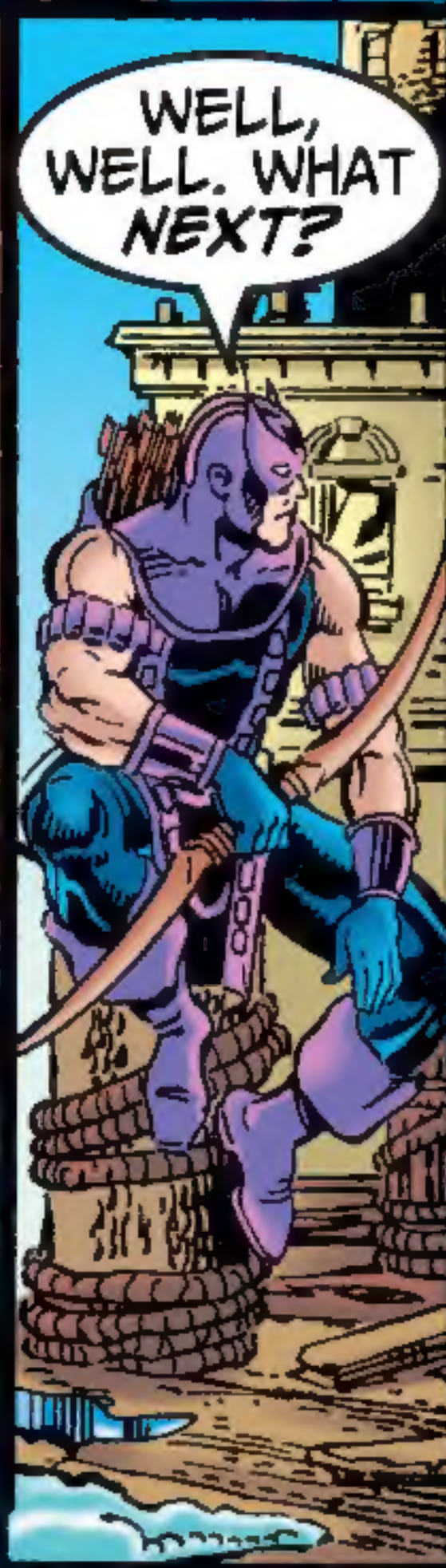
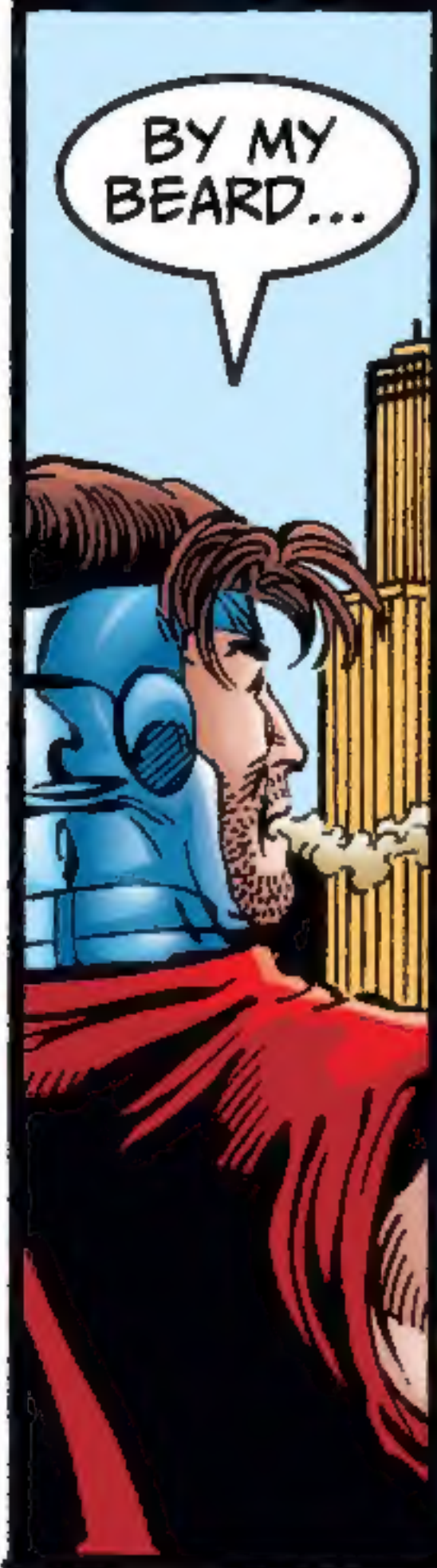
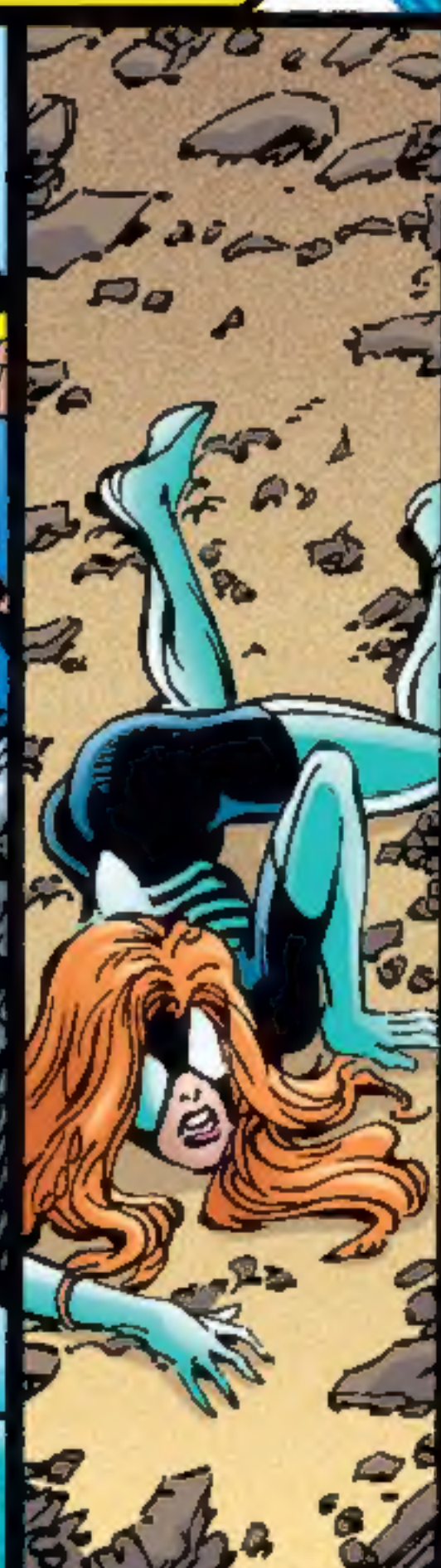
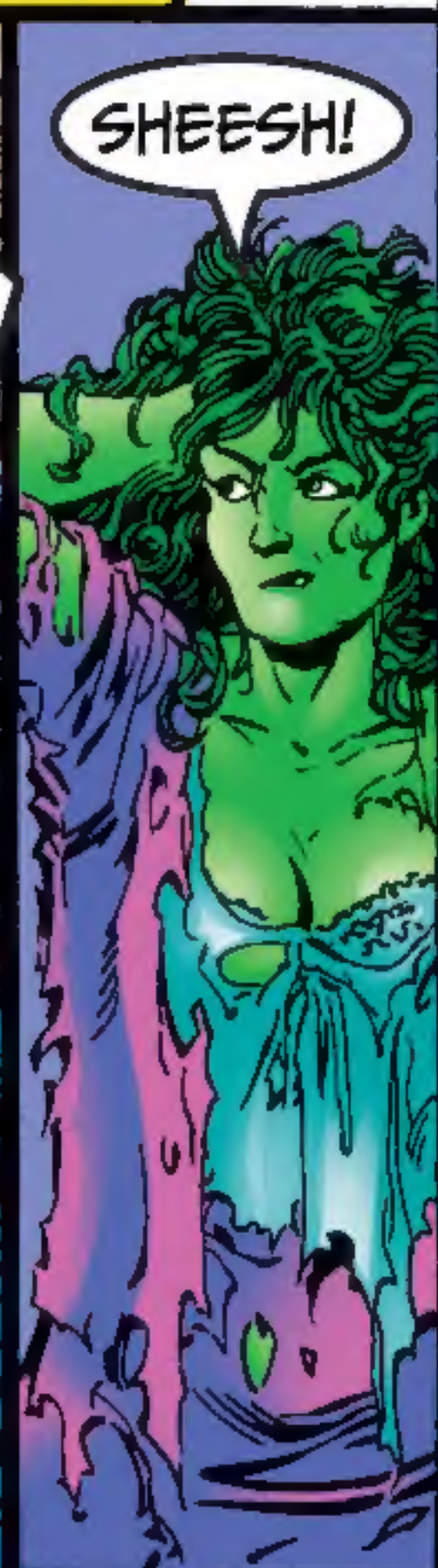
...AND EVEN AVENGERS CAN TIRE, CAN BE OVERWHELMED...



...AND IN THE END...



WAR



And so it ends. And
so it *BEGINS*...

Chapter
1

And There Came A Day...

AVENGERS
MANSION.

THIS FIFTH AVENUE
TOWNHOUSE HAS
BEEN THE SITE OF
MANY EARTH-SHAKING
EVENTS, FROM EPIC
BATTLES TO COSMIC
MANIFESTATIONS.

AND TONIGHT,
NEWS MAY BE
MADE HERE ONCE
AGAIN.

THE
MANSION HAS
NOT BEEN USED AS
AVENGERS HEADQUARTERS
SINCE THE TEAM
DISBANDED IN THE WAKE
OF THE ONSLAUGHT
DISASTER --

-- THE
CATASTROPHIC
BATTLE DURING WHICH
THE WORLD'S MOST
FAMOUS HEROES --
INCLUDING MANY OF THE
AVENGERS -- APPARENTLY
DIED.

BUT RECENTLY, IN
THE WAKE OF THE
HEROES' RETURN*, IT
HAS BEEN TURNED BACK
OVER TO THE MARIA
STARK FOUNDATION,
THE AVENGERS'
LONGTIME FINANCIAL
BACKERS --

-- BY
THE INTELLIGENCE
AGENCY S.H.I.E.L.D.**,
WHICH HAD BEEN
USING IT AS ITS NEW
YORK BASE OF
OPERATIONS.

AND NOW, IN THE
WAKE OF BIZARRE
ATTACKS ON FORMER
AVENGERS WORLDWIDE,
A REBIRTH OF THE
TEAM MAY BE
OCCURRING.

SOURCES
SAY SEVERAL
OF THE ORIGINAL
AVENGERS -- IRON
MAN, GIANT-MAN, THE
WASP AND CAPTAIN
AMERICA -- ARE IN
THE MANSION
NOW.

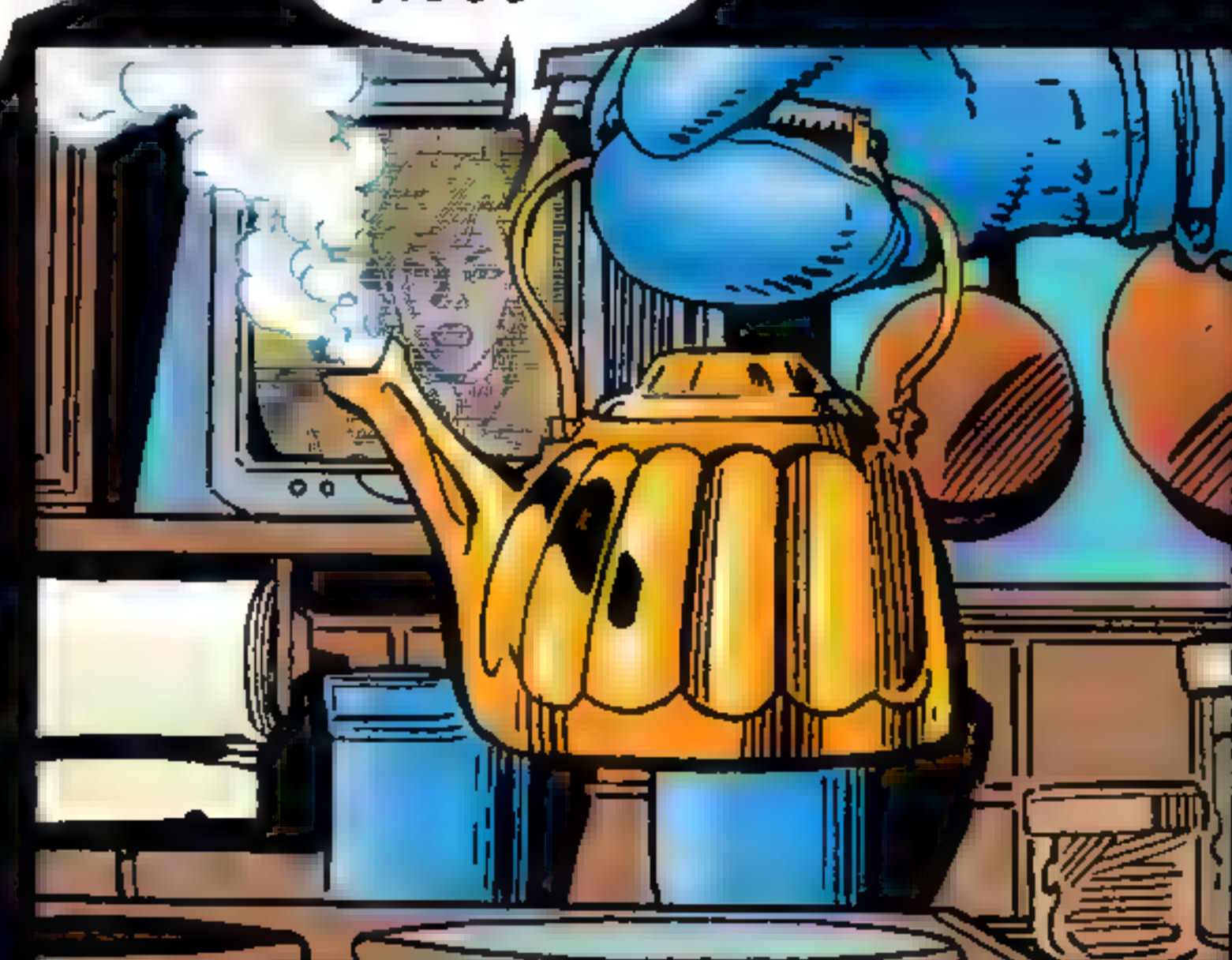
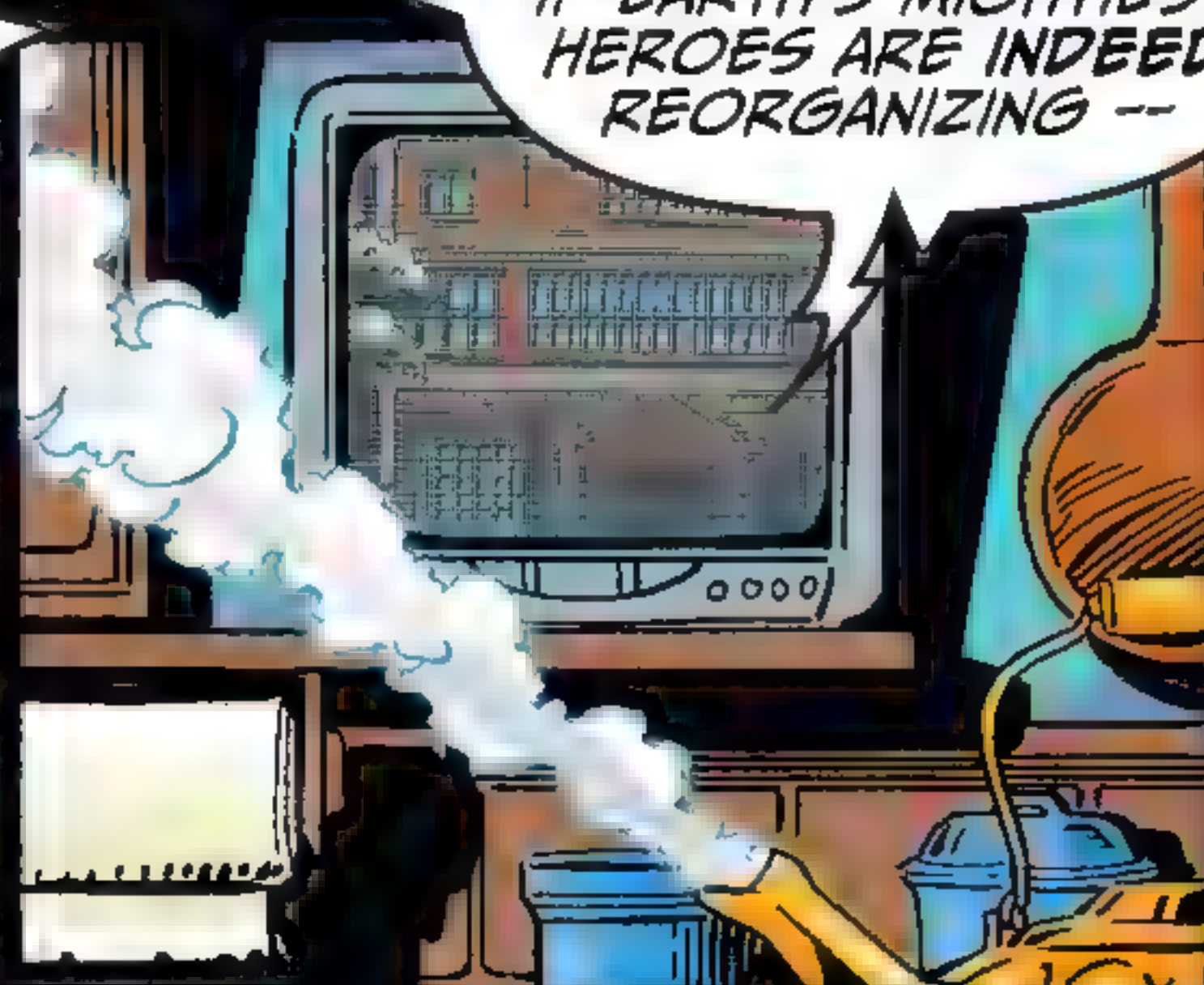
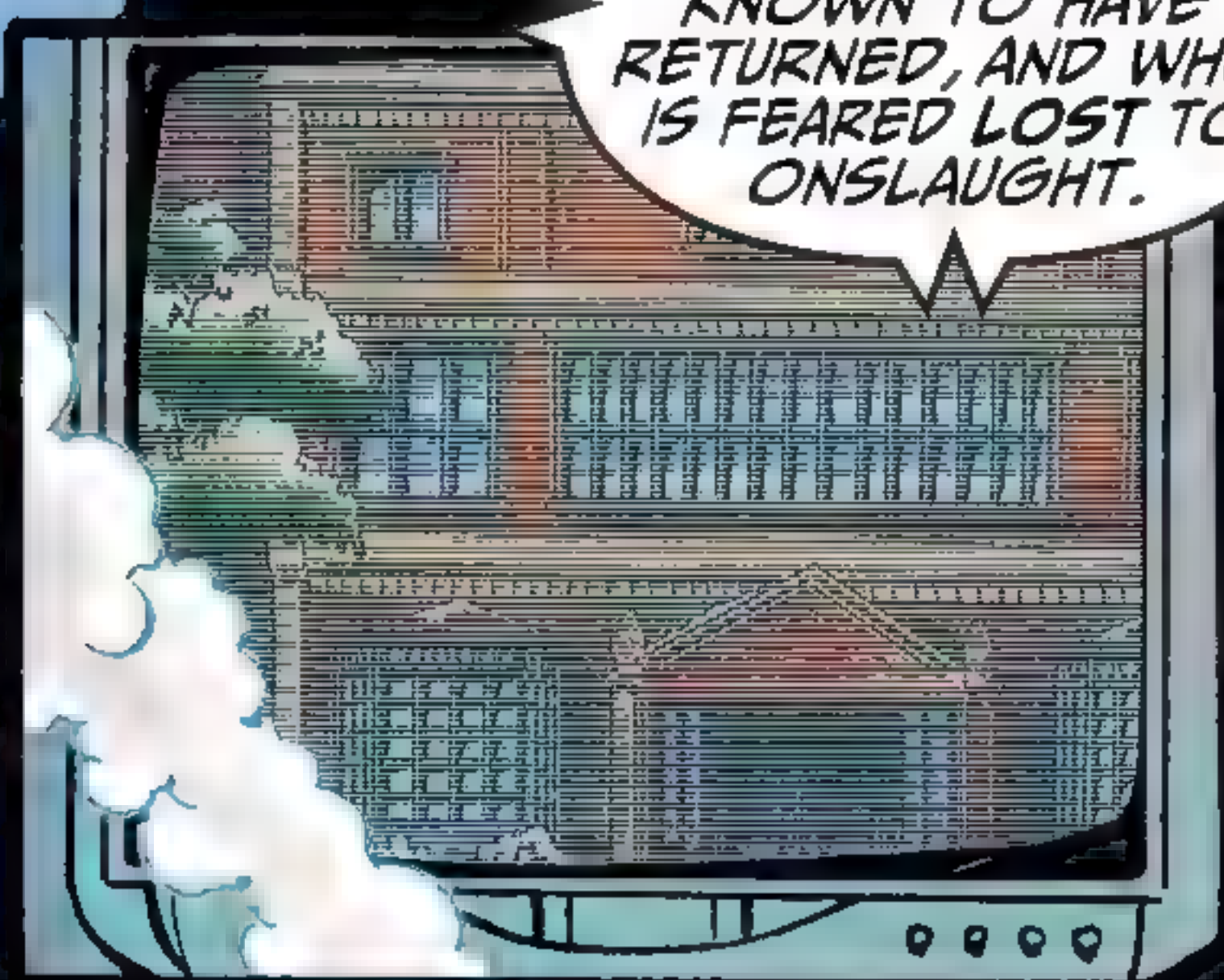
OF
THE EARLIEST
MEMBERS, THIS
LEAVES ABSENT ONLY
THE HULK, WHO QUIT
THE TEAM SHORTLY
AFTER ITS
FOUNDING --

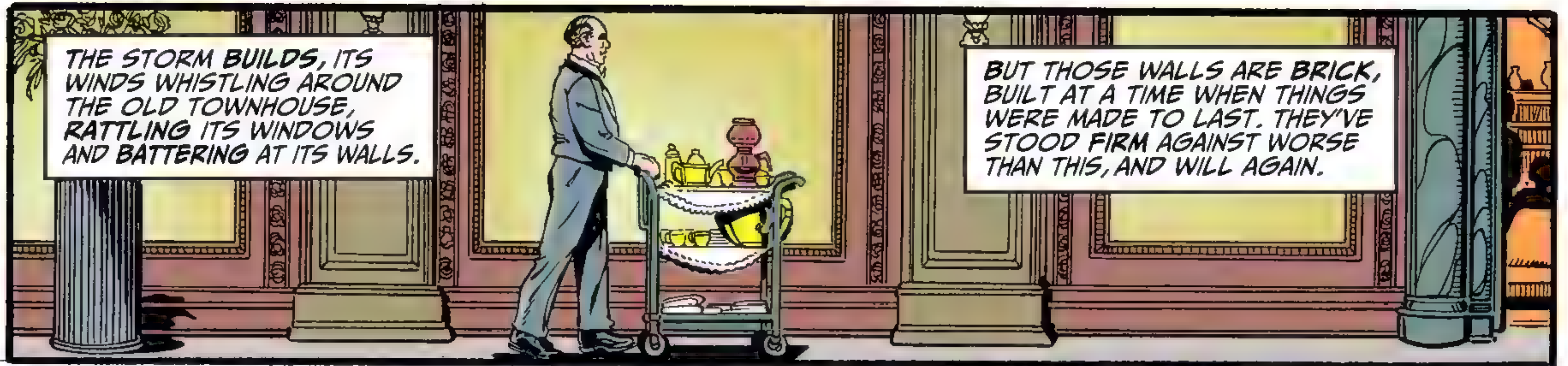
*IN THE HEROES REBORN:
THE RETURN
LIMITED SERIES.
**STRATEGIC
HAZARD INTERVENTION
ESPIONAGE LOGISTICS
DIRECTORATE -- Tom

-- AND
THOR, THE ONLY
MAJOR HERO NOT
KNOWN TO HAVE
RETURNED, AND WHO
IS FEARED LOST TO
ONSLAUGHT.

THIS IS
MEGAN McLAREN, FOR
WJBP-TV, SAYING THAT
IF EARTH'S MIGHTIEST
HEROES ARE INDEED
REORGANIZING --

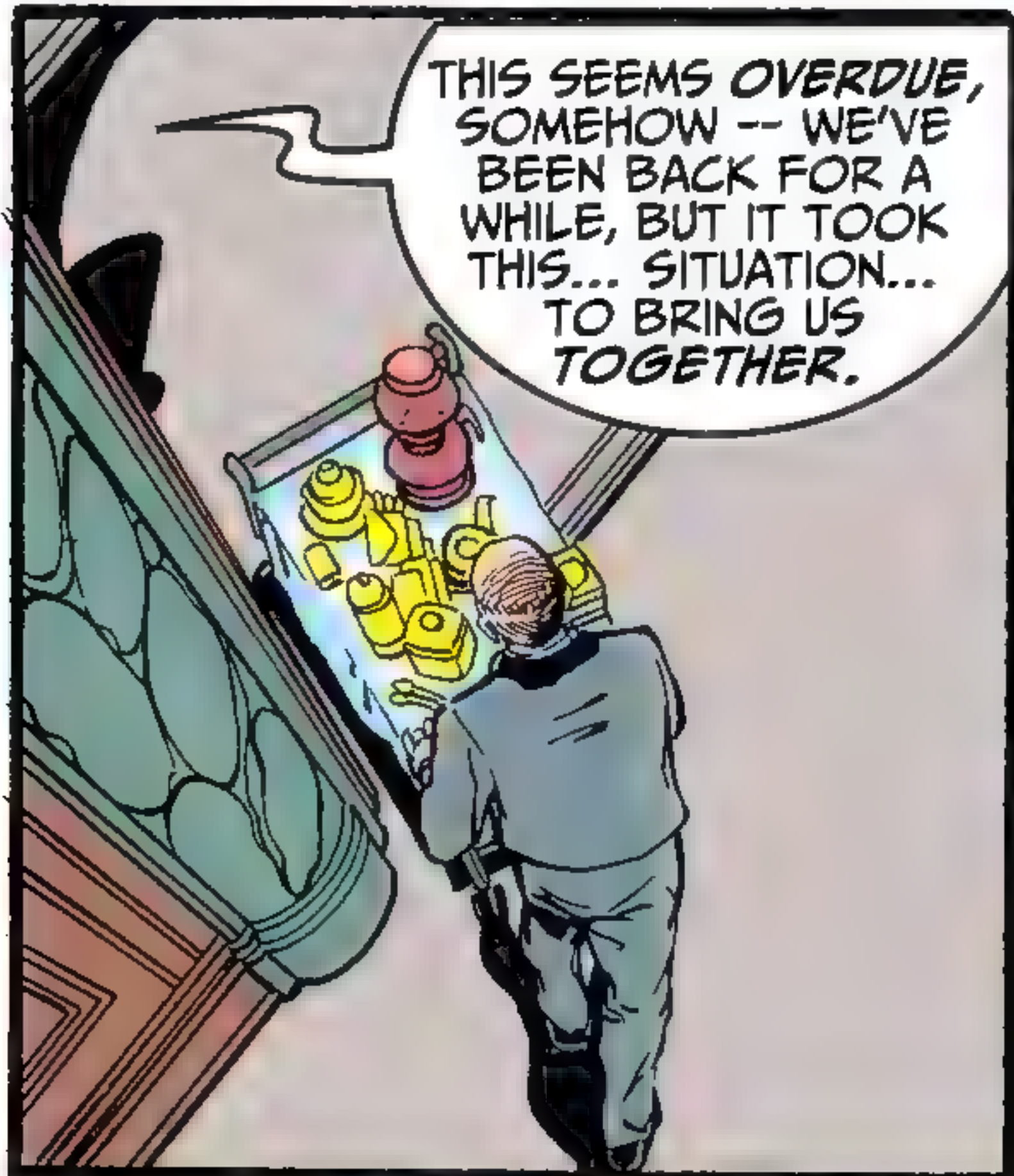
-- WE
WISH THEM
WELL --





THE STORM BUILDS, ITS WINDS WHISTLING AROUND THE OLD TOWNHOUSE, RATTLING ITS WINDOWS AND BATTERING AT ITS WALLS.

BUT THOSE WALLS ARE BRICK, BUILT AT A TIME WHEN THINGS WERE MADE TO LAST. THEY'VE STOOD FIRM AGAINST WORSE THAN THIS, AND WILL AGAIN.



THIS SEEMS OVERDUE, SOMEHOW -- WE'VE BEEN BACK FOR A WHILE, BUT IT TOOK THIS... SITUATION... TO BRING US TOGETHER.



AGREED, JAN. BUT WE'VE BEEN BUSY. I'VE BEEN IN COURT, REESTABLISHING MY IDENTITY --

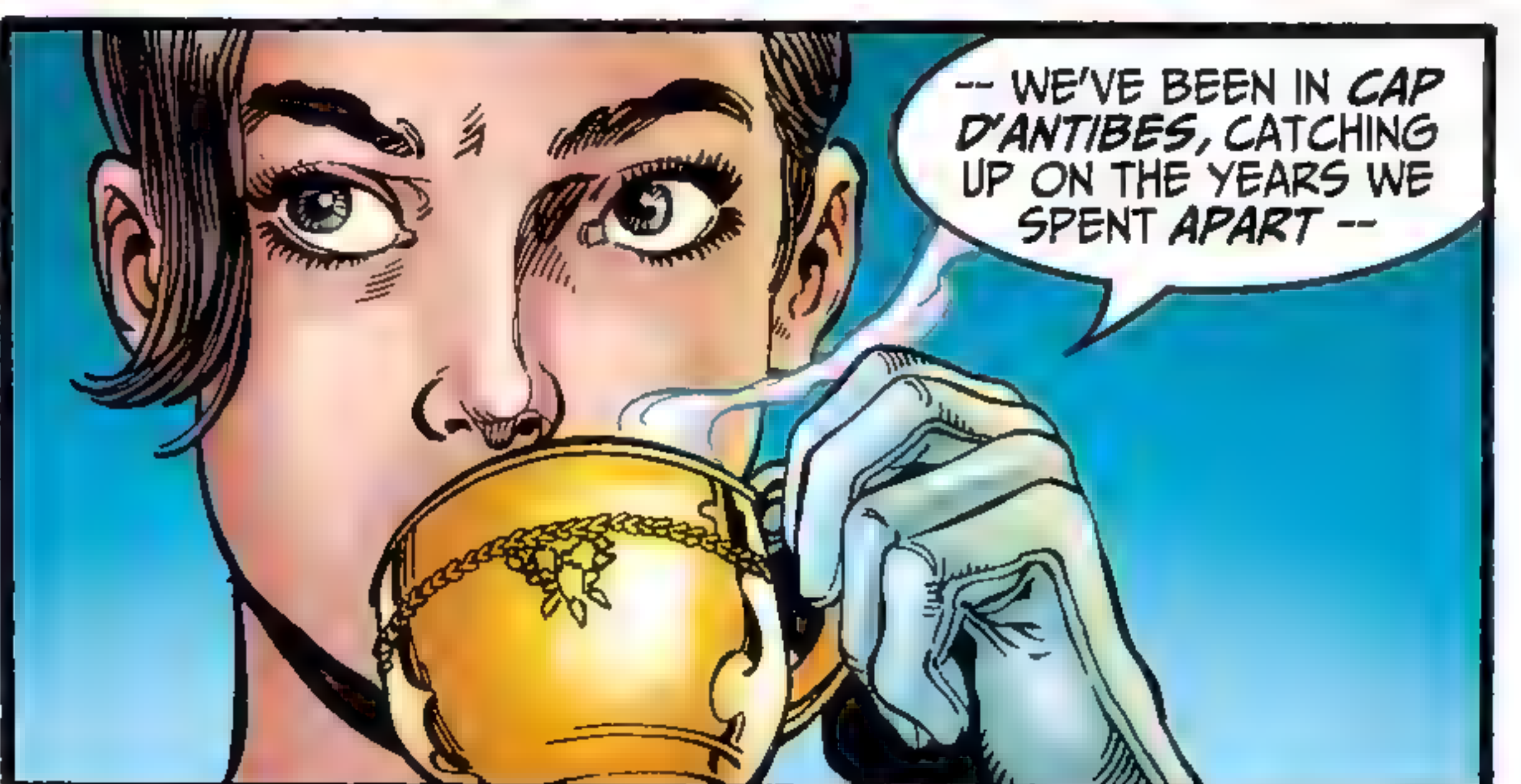


AND I'VE BEEN OVERSEAS --

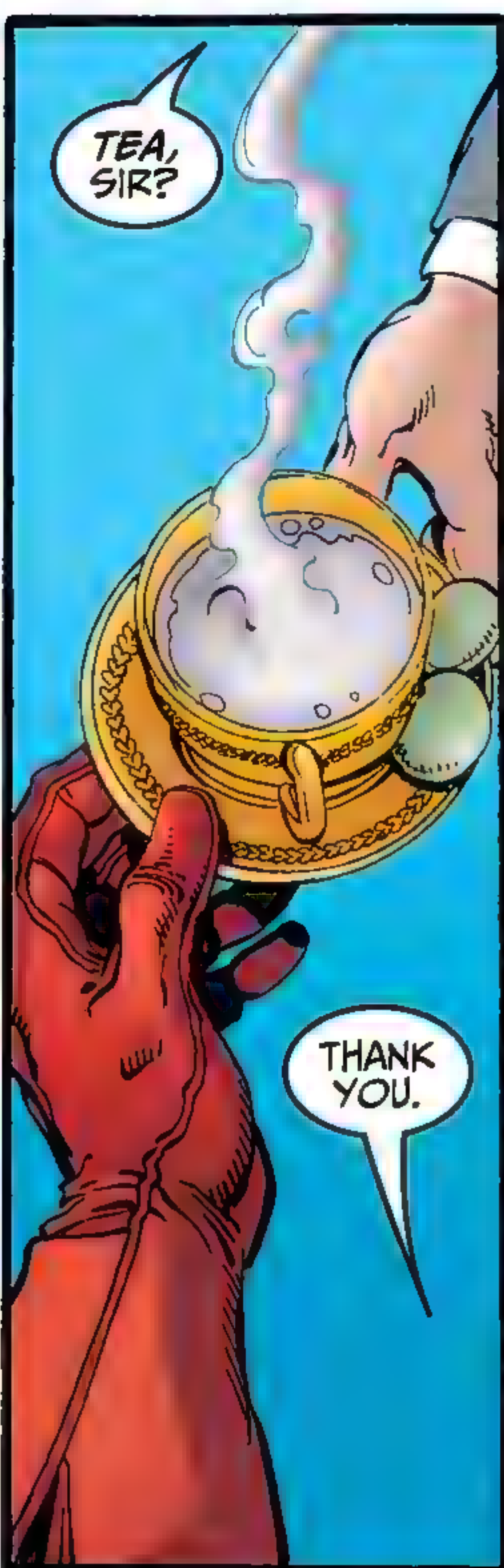


AND AS FOR HANK AND I, WELL --

-- THANK YOU, JARVIS --

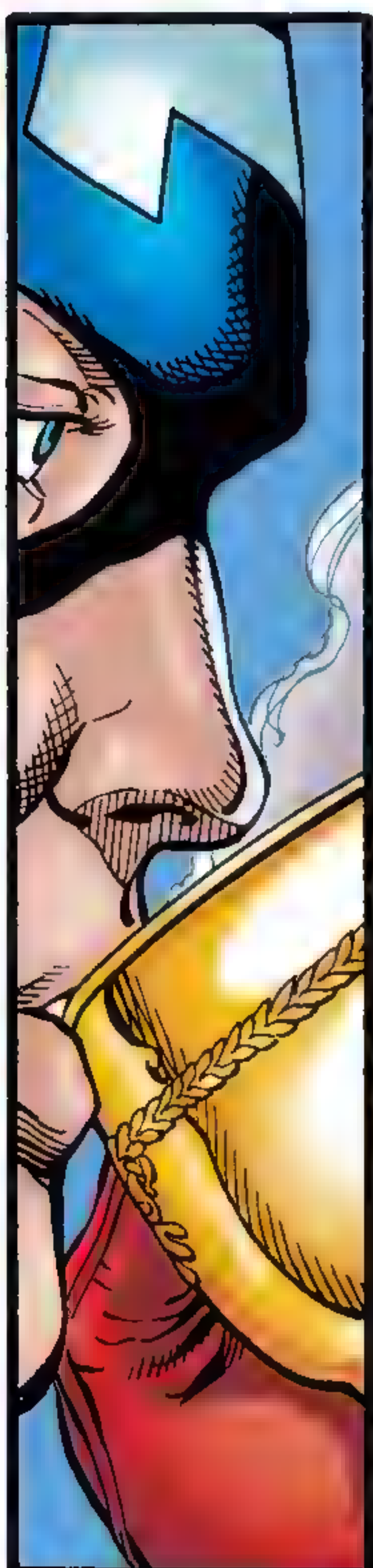


-- WE'VE BEEN IN CAP D'ANTIBES, CATCHING UP ON THE YEARS WE SPENT APART --



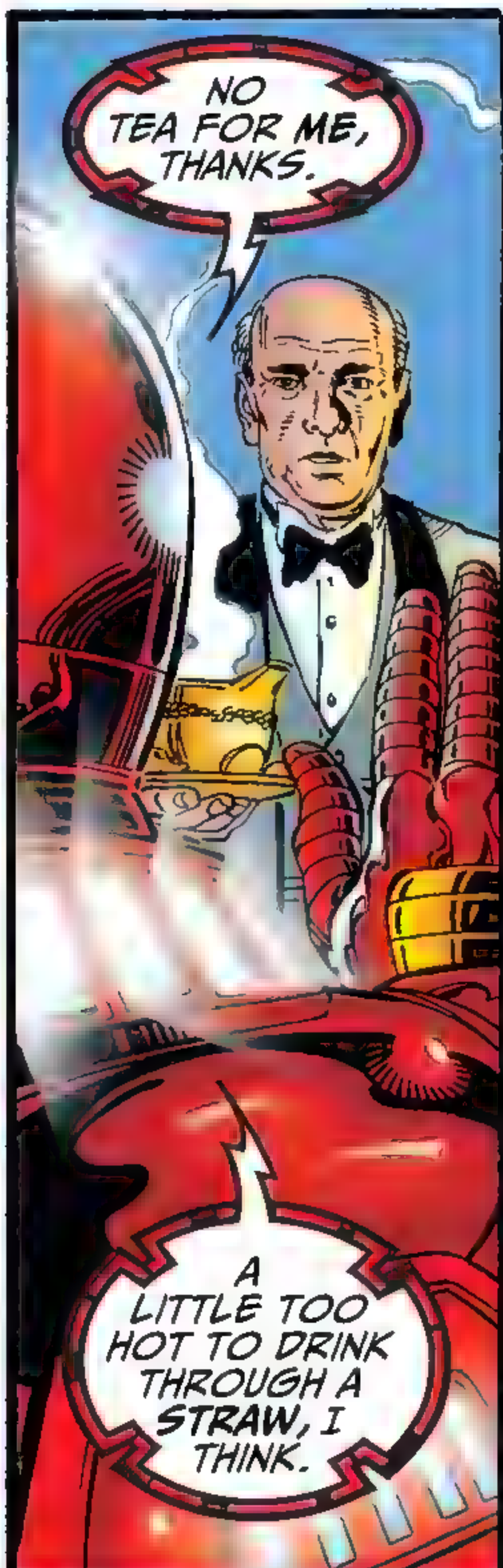
TEA, SIR?

THANK YOU.



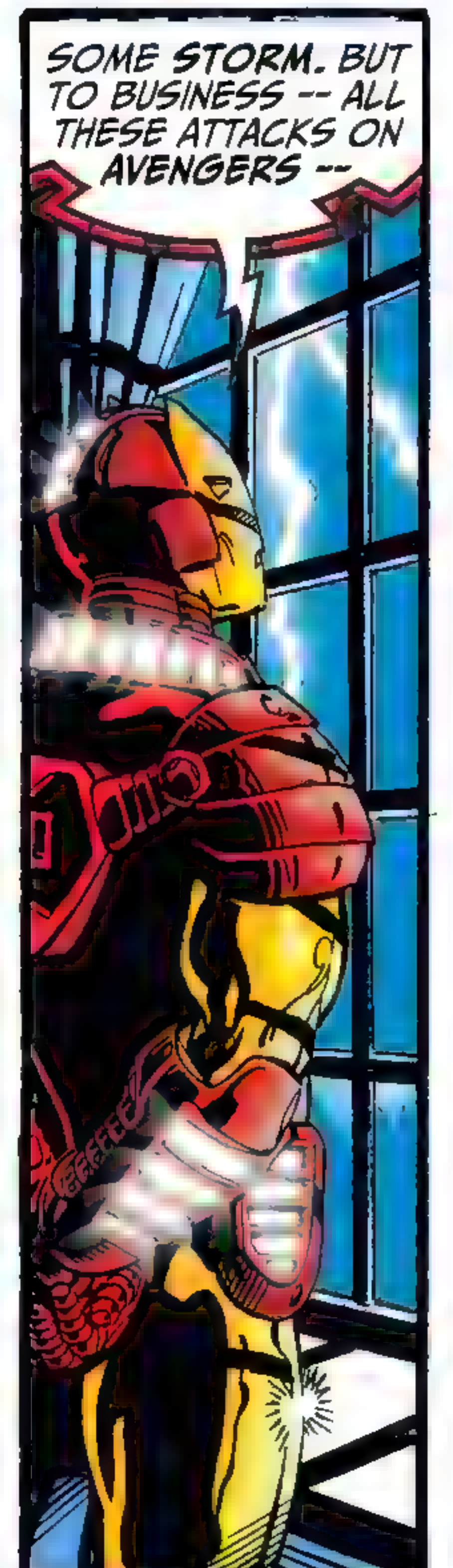
SIR?

THANKS, JARVIS.



NO TEA FOR ME, THANKS.

A LITTLE TOO HOT TO DRINK THROUGH A STRAW, I THINK.



SOME STORM. BUT TO BUSINESS -- ALL THESE ATTACKS ON AVENGERS --



THEY HAPPENED ALL OVER THE WORLD, AND INVOLVED ALL MANNER OF BIZARRE CREATURES -- BUT ONLY AVENGERS WERE ATTACKED --

-- AND THE CREATURES APPARENTLY VANISHED, ALL AT THE SAME TIME --

THE ATTACKS HAVE TO BE RELATED, GIANT-MAN. THERE'S NO WAY THAT --

OH, I'M SURE THEY'RE RELATED, CAP.

AS YOU KNOW, I'VE BEEN FAIRLY FRIENDLY WITH THOR OVER THE YEARS, AND JUDGING FROM SOME OF HIS STORIES --

-- ALL OF THE ATTACKERS ARE ALMOST UNDOUBTEDLY ASGARDIAN.

THAT MEANS SOMETHING'S GOING ON -- PROBABLY SOMETHING BIG -- AND WE'RE COMPLETELY UNPREPARED.

I STILL DON'T KNOW HOW THAT COULD HAPPEN --

-- HOW THEY COULD HAVE JUST DISBANDED THE TEAM WHILE WE WERE MISSING --

-- AND I'D LIKE TO KNOW WHY --

EASY, IRON MAN. THAT'S ANOTHER QUESTION FOR ANOTHER TIME.

RIGHT NOW, WE'VE GOT TO DEAL WITH THE CURRENT PROBLEM -- FIGURE OUT HOW THOSE CREATURES HAVE COME TO EARTH, AND WHY THEY'RE HERE.

SOUNDS LIKE LOKI COULD BE THE --

WAIT. DO YOU HEAR THAT?

HEAR WHAT, CAP?

THE WIND --!

I HEAR IT, TOO -- IT'S BUILDING -- FAR BEYOND THE INTENSITY OF THE STORM, BEYOND NATURAL LIMITS --

THY QUESTIONS HATH ANSWERS, AVENGERS --



-- BUT
ANSWERS, I FEAR,
THAT MAY RING
A **DEATHKNELL** --
FOR MIDGARD, AND
ALL OF LIFE
THEREON!

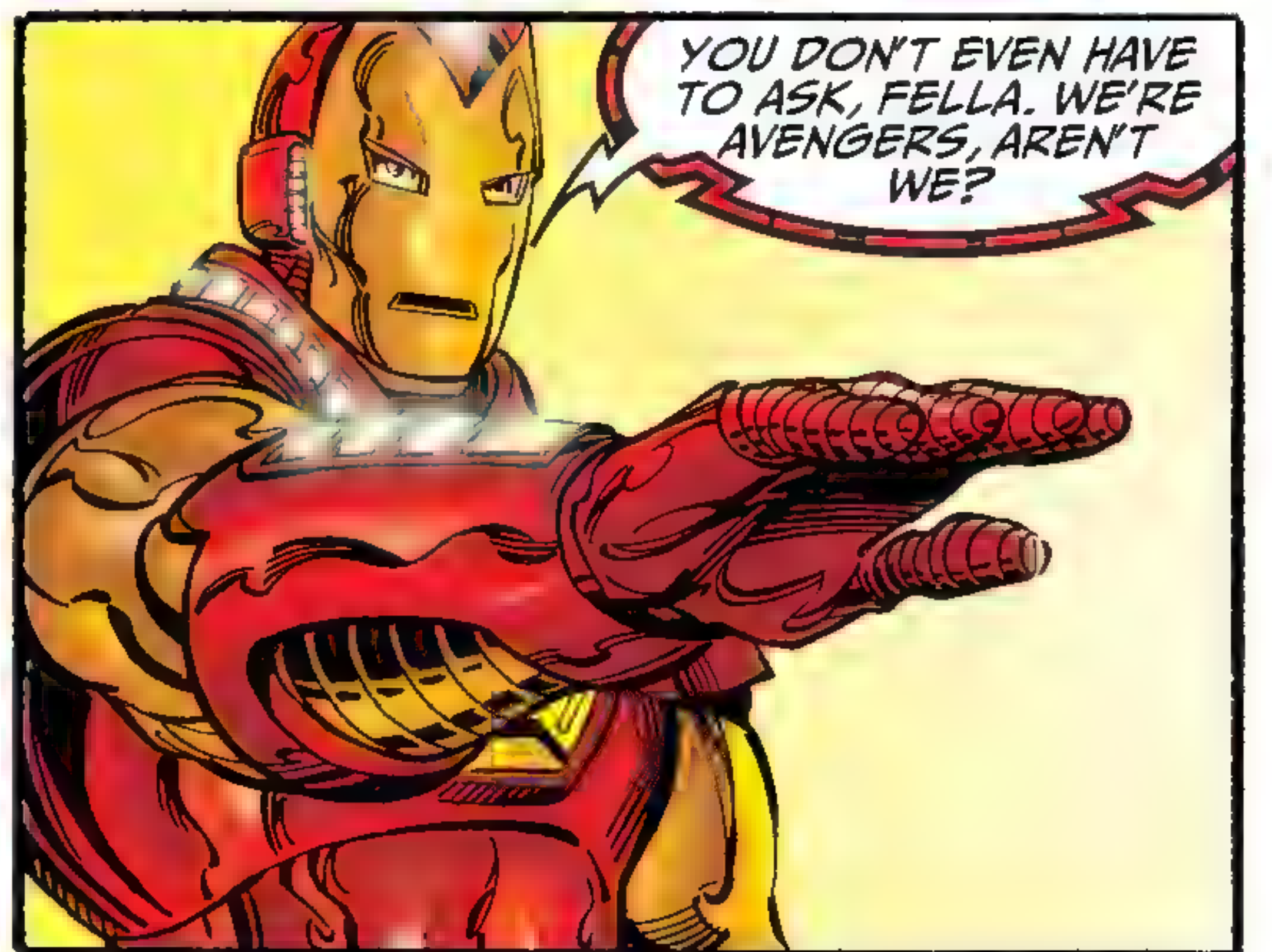
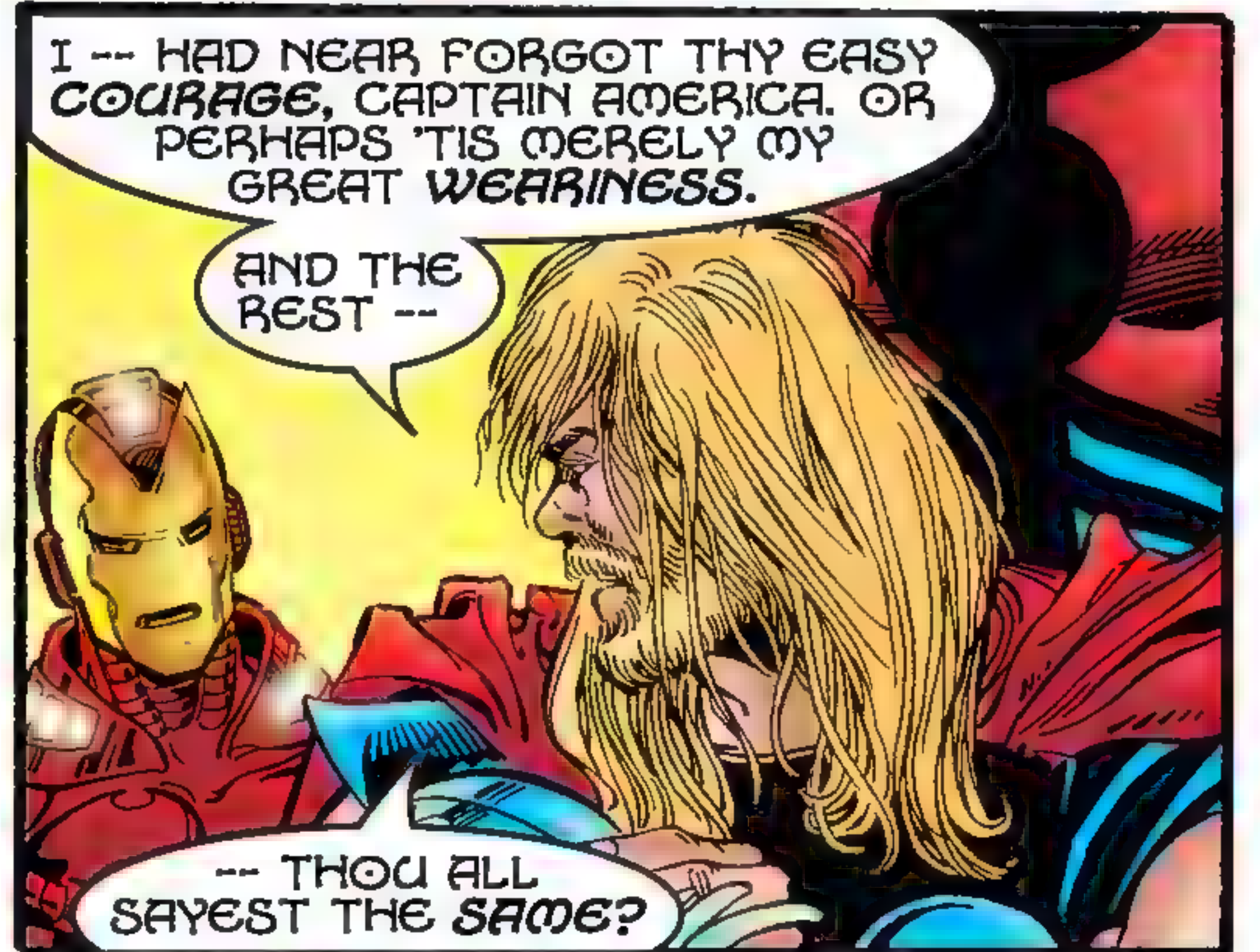
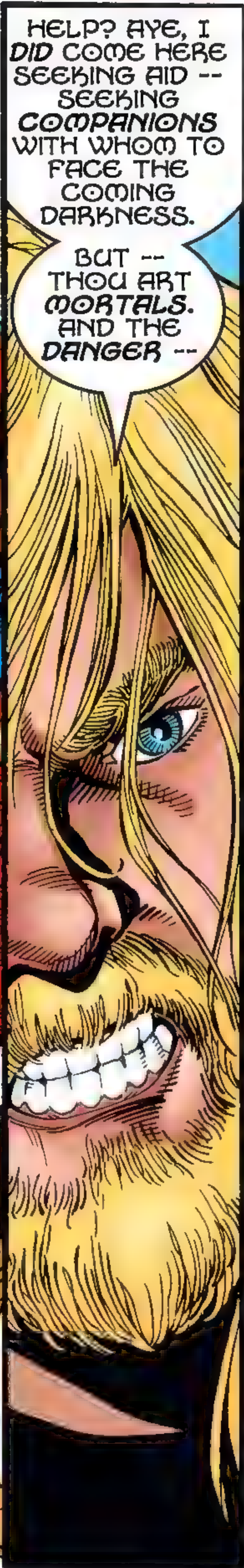
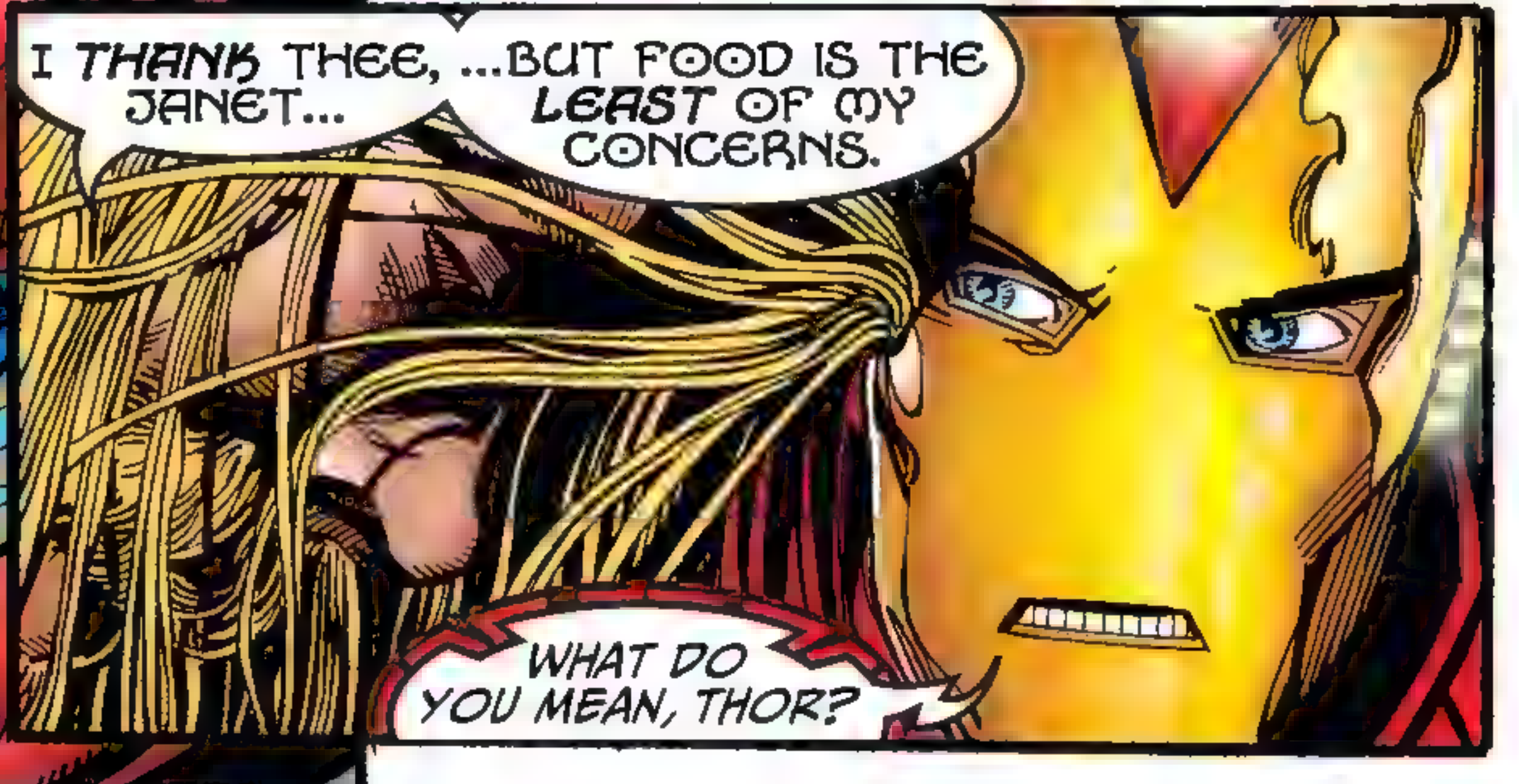
AND THE WIND HOWLS INTO
THE ROOM LIKE A LIVING
CREATURE -- LIVING, HUNGRY
AND WILD ...

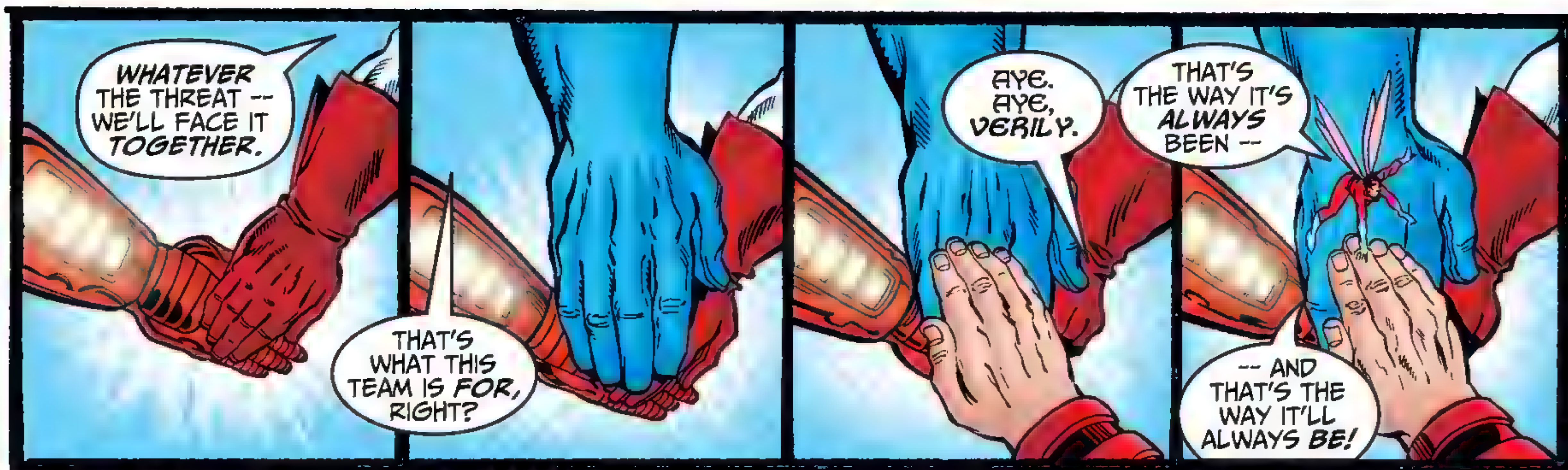
THOR!

MY GOD,
MAN...

MIDGARD?
OH, RIGHT --
HE MEANS
EARTH...

WHAT --
WHAT'S HAPPENED
TO YOU --?





WHATEVER
THE THREAT --
WE'LL FACE IT
TOGETHER.

THAT'S
WHAT THIS
TEAM IS FOR,
RIGHT?

AYE.
AYE,
VERILY.

THAT'S
THE WAY IT'S
ALWAYS
BEEN --

-- AND
THAT'S THE
WAY IT'LL
ALWAYS BE!

SIRS,
MADAME WASP, I
BROUGHT --

-- OH.
OH, MY.

WHAT IS
IT? WHAT'S
WRONG?

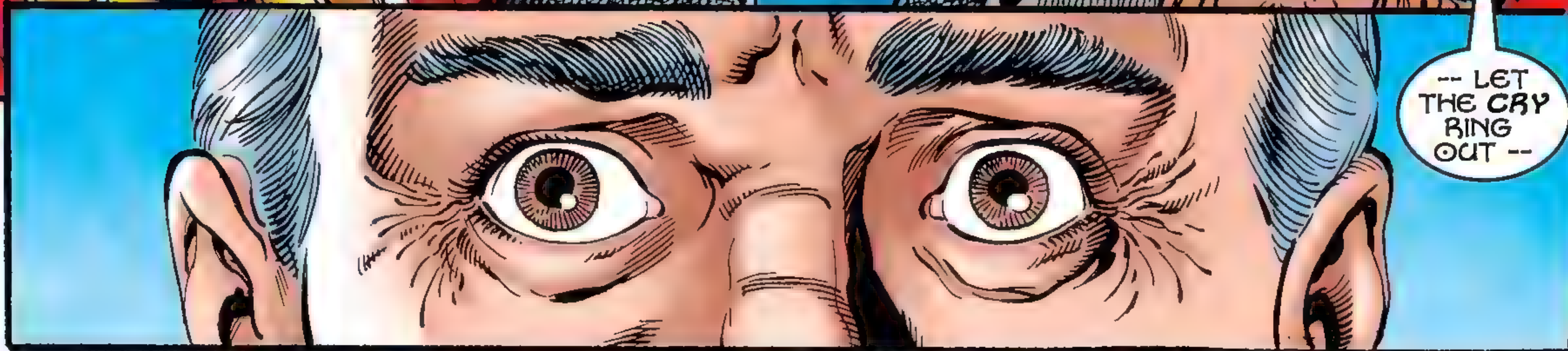
A THREAT
MOST **DIRE**, GOOD
JARVIS. AN ENEMY TOO
GREAT FOR *ANY* OF US --
AND YEA, TOO GREAT
E'EN FOR WE FIVE
TOGETHER!

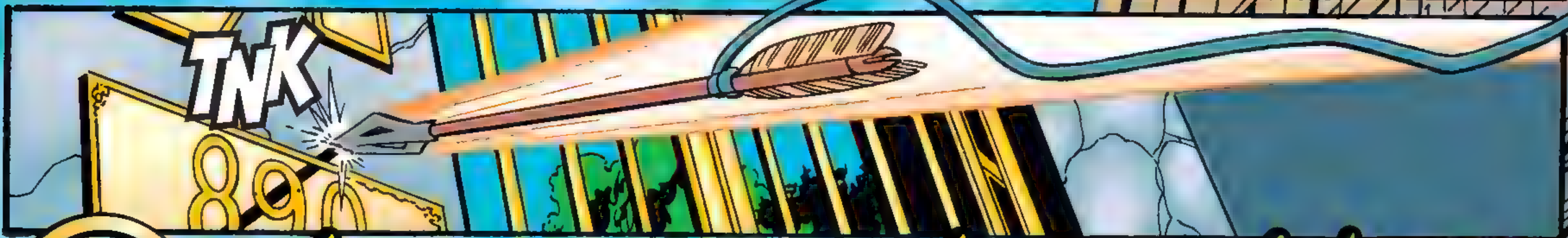
ONCE MORE
THEN, THE WORD
MUST BE **SPREAD**,
AND THE **BATTLE-
CLARION** MUST BE
SOUNDED.

IN EVERY
CORNER OF
MIDGARD, THEN --
AND THE **HEAVENS**
THEMSELVES --



-- LET
THE **CRY**
RING
OUT --





Chapter 2 "Avengers Assemble!"

Whoofee!

HAWKEYE THE MARKSMAN CAN'T HELP BUT LAUGH, AS HE GLIDES OVER FIFTH AVENUE.

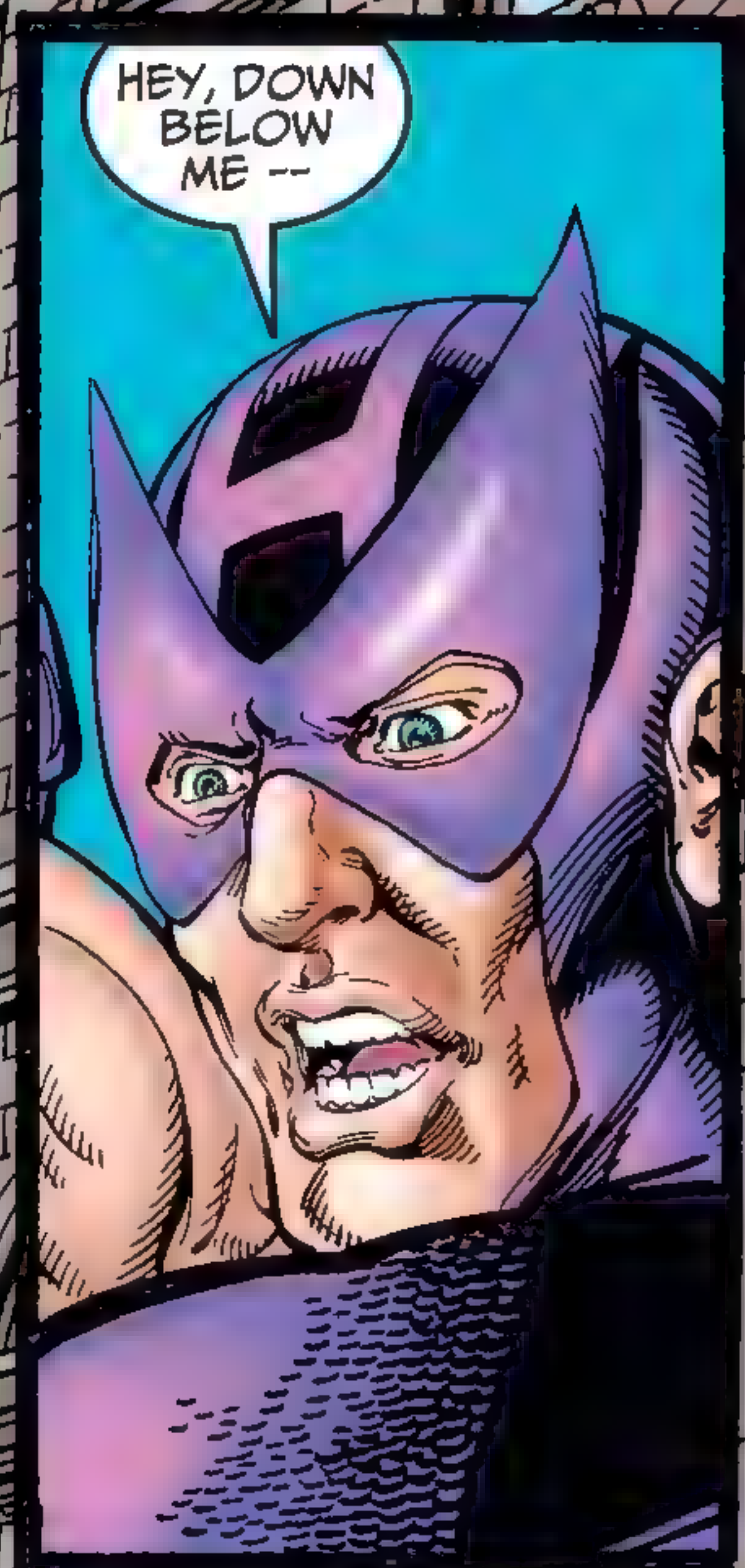
THE WORLD MAY BE IN DANGER -- THE SHADOW OF DEATH LOOMING OVER INNOCENTS -- BUT HE STILL CAN'T HELP IT.

IT'S ONLY AT TIMES LIKE THESE -- WHEN THE CALL GOES OUT, WHEN HE GETS TO PIT MUSCLE, SINEW AND SKILL AGAINST ANY AND ALL THREATS --

-- THAT HE FEELS MOST TRULY ALIVE.

AND PERHAPS HE'S RIGHT TO LAUGH. FOR IF THERE'S A BETTER WAY TO FACE THE UNKNOWN THAN WITH A GRIN ON YOUR LIPS, READY TO SPIT IN ITS EYE --

-- HE'S NEVER KNOWN IT.





-- IF THAT CAB PULLING UP'S THE ONE I CAUGHT A GLIMPSE OF AROUND THE CORNER --

-- THEN I THINK I SAW --

-- HIYA, WITCHIE! HOW'S TRICKS?



HAWKEYE!
HOW ARE YOU?

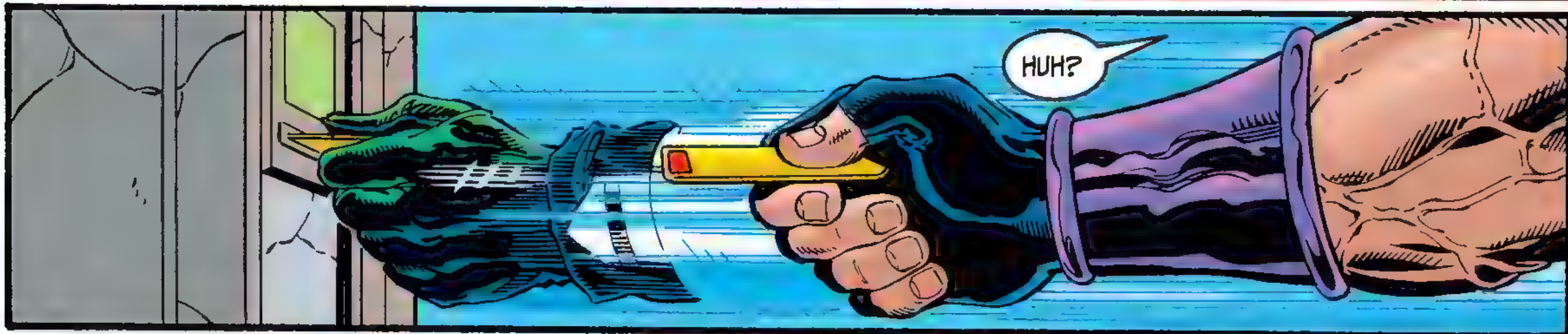
BACK FROM THE DEAD AND READY TO PARTY. AND I MUST SAY, YOU'RE LOOKING QUITE RAVISHING, AS ALWAYS.

AH, THANKS, I --



DON'T WORRY, I'M NOT HITTIN' ON YOU. I DO LEARN, SOMETIMES.

BUT HERE, LET ME --



HUH?



QUICKSILVER. STILL SHOWBOATIN', EH, PIETRO?

STILL TIRED OF WAITING FOR THOSE WHOSE MINDS MOVE AT A CRAWL, BARTON. I SEE YOUR TIME AWAY DIDN'T IMPROVE YOUR MANNERS.

AW, YOU'RE JUST JEALOUS YOU DIDN'T GET TO GO.

WHY, YOU --

SO, PIETRO! ISN'T CRYSTAL WITH YOU?



ALAS, NO. SHE HAD MORE LEGAL NICETIES TO ATTEND TO BEFORE THE MEETING, AND I COULD NOT BEAR TO GO. SHE'LL MEET US HERE.

CRYSTAL, TOO, HUH? WOW. IF THEY'RE CALLIN' IN FIRST-STRINGERS LIKE US --

-- THIS MUST BE SOMETHING BIG!



AH, MASTER HAWKEYE, MADAME WANDA, MASTER PIETRO -- YOU'RE HERE.

DO COME IN -- AND JOIN THE OTHERS.

"WHAT OTHERS," HAWKEYE STARTS TO SAY --



-- AND THEN THE WORDS DIE IN HIS THROAT...

HO, MY FRIENDS -- YOU ARE FINALLY HERE! WHAT SONGS SHALL BE SUNG OF THIS GATHERING TONIGHT, EH?

WHAT DEEDS SHALL BE DONE!

YOU WERE THE AVENGERS' LEADER, BLACK WIDOW --

WHOA. WELL, COLOR ME STUPID...

-- AND STILL MORE? HOW MANY AVENGERS ARE THERE, ANYWAY?

MORE THAN WE EVER HAD, THAT'S FOR SURE. BUT WITH ALL THE ATTACKS --

-- TO STEER IT AWAY FROM THE VILLAGE BY JABBING AT ITS EYES --

-- THAT STENCH?

-- A SHAME WAR MACHINE'S OUT OF THE BUSINESS --

-- LEFT MY DAUGHTER WITH A SITTER, SO I HOPE --

-- NOT SURE WE SHOULD BE HERE --

-- TIED UP WITH THE NEW BUSINESS, BUT WHEN THE AVENGERS CALL --

-- HAMMOND PASSED, BUT IF WE NEED THE HEROES FOR HIRE --

-- SAY THE PRESENCE MYSTERIOUSLY VANISHED, AND VANGUARD --

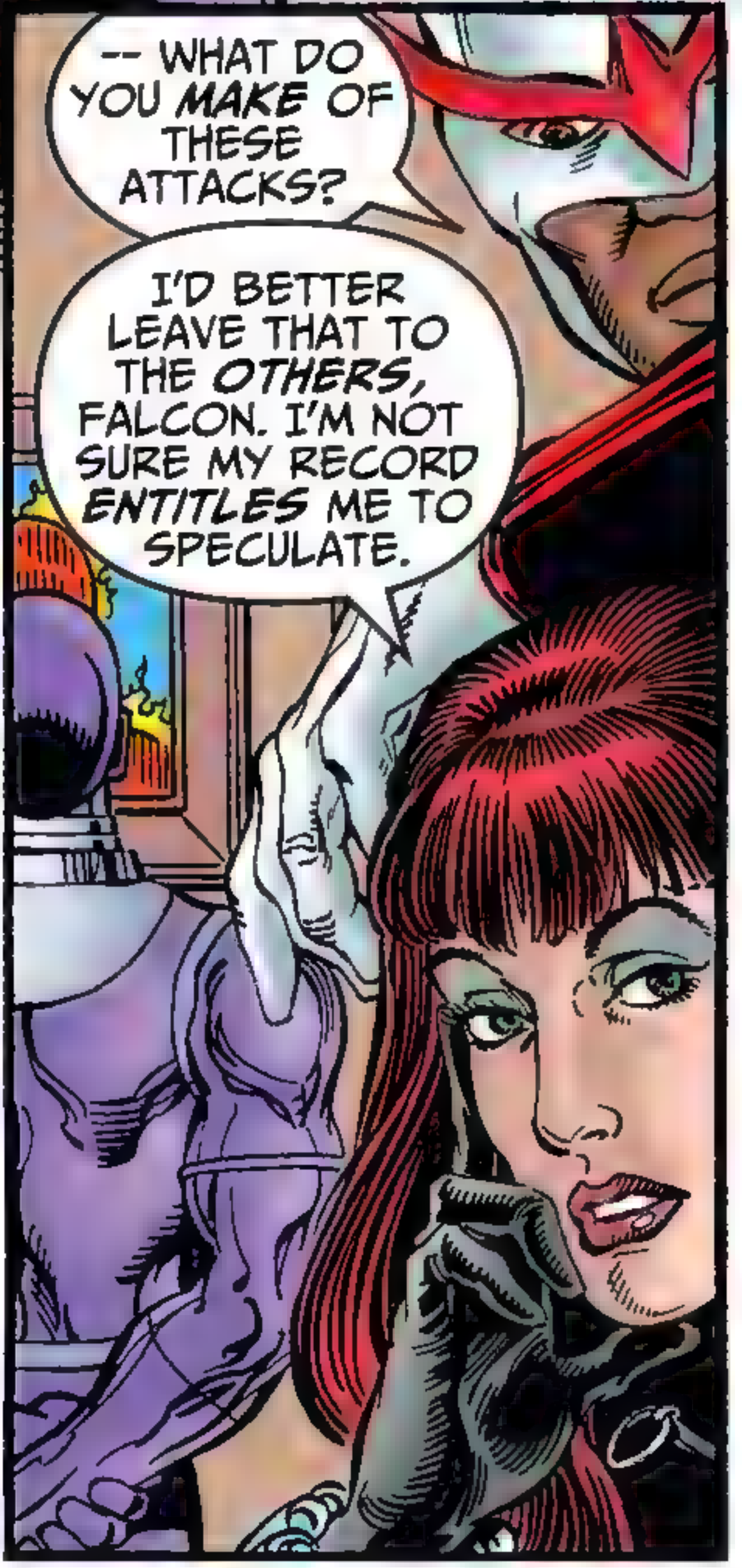
-- Oh, DEATHCRU SENDS HER REGARDS, BY THE WAY --

ICASPITA! LOOK WHO JUST CAME IN!

SIMMER DOWN, MIGUEL. IT'S NICE TO SEE SO MANY OLD FRIENDS, BUT --

-- ALL THESE ATTACKS -- BRRR! -- I KEEP JUMPING AT SHADOWS --

-- MAY BE CRIPPLED, BUT RICK JONES WAS HERE AT THE START, AND I'M NOT ABOUT TO --



-- WHAT DO YOU MAKE OF THESE ATTACKS?

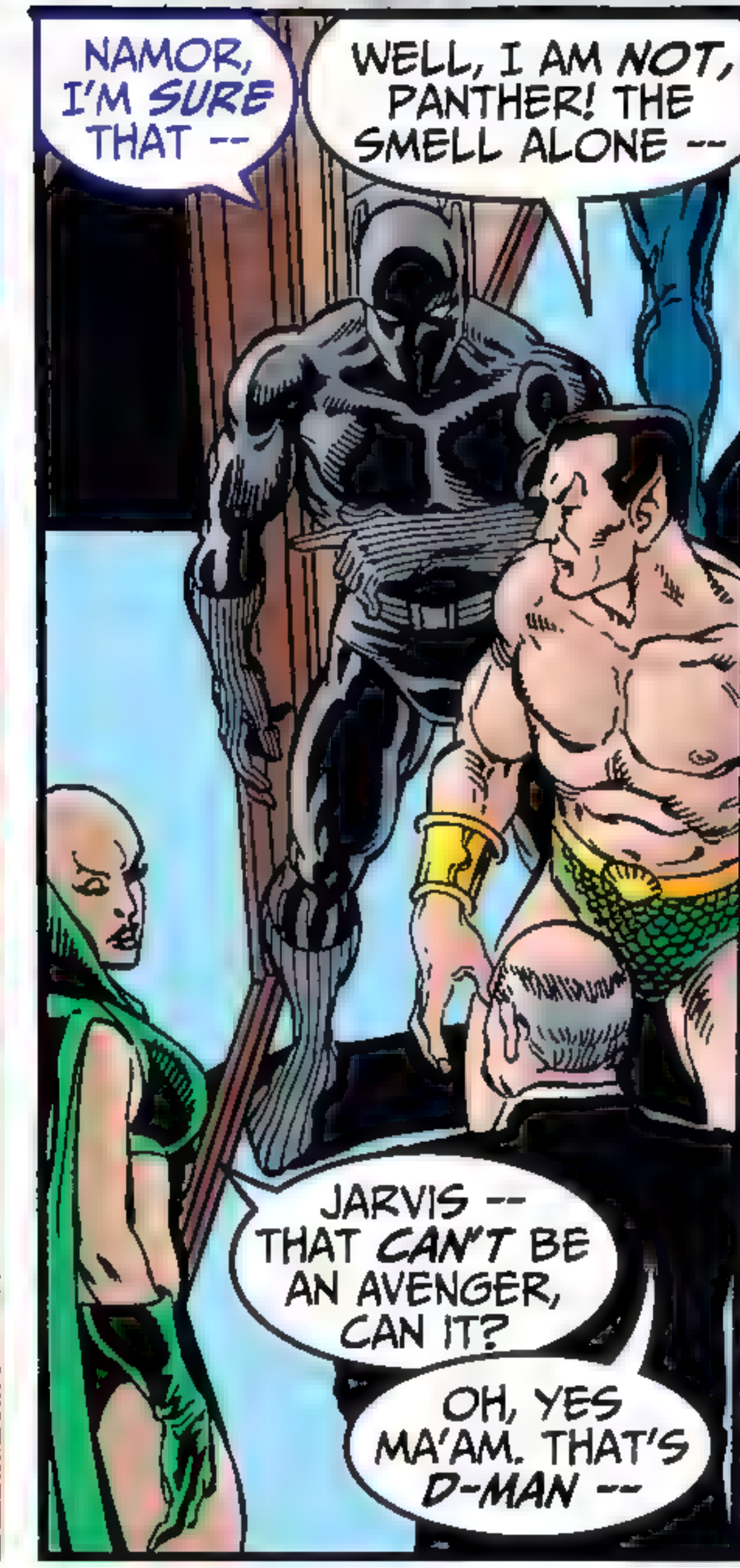
I'D BETTER LEAVE THAT TO THE OTHERS, FALCON. I'M NOT SURE MY RECORD ENTITLES ME TO SPECULATE.



I AM MOST GLAD YOU THREE ARRIVED, SCARLET WITCH -- I DID BEGIN TO FEEL LIKE THE EARLIEST AVENGER HERE.

ALE?

AH, NO THANKS, HERCULES. NOT IF WE MIGHT BE GOING ON A MISSION.



NAMOR, I'M SURE THAT --

WELL, I AM NOT, PANTHER! THE SMELL ALONE --

JARVIS -- THAT CAN'T BE AN AVENGER, CAN IT?

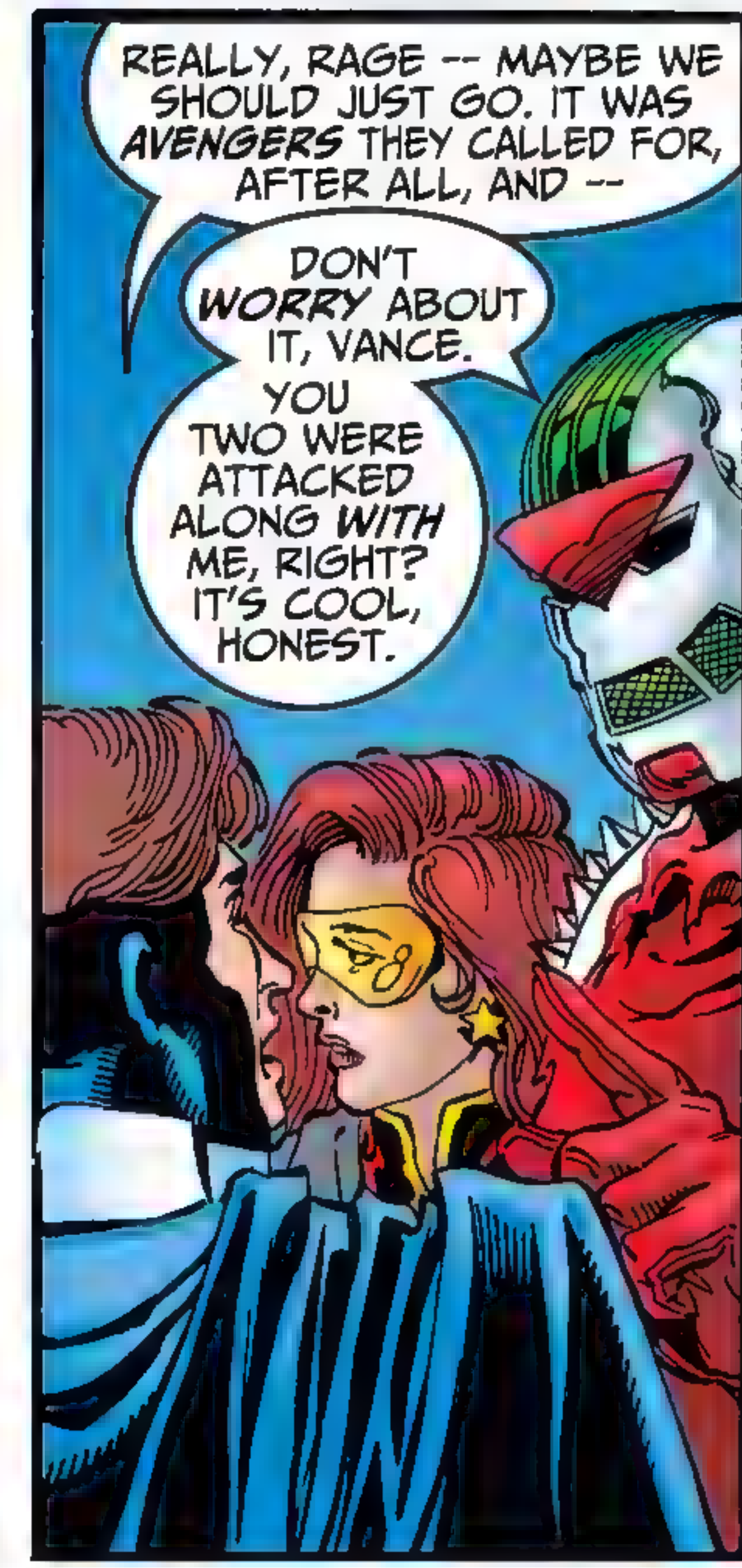
OH, YES MA'AM. THAT'S D-MAN --



"-- HE WAS MADE AN AVENGER BY CAPTAIN AMERICA HIMSELF!"

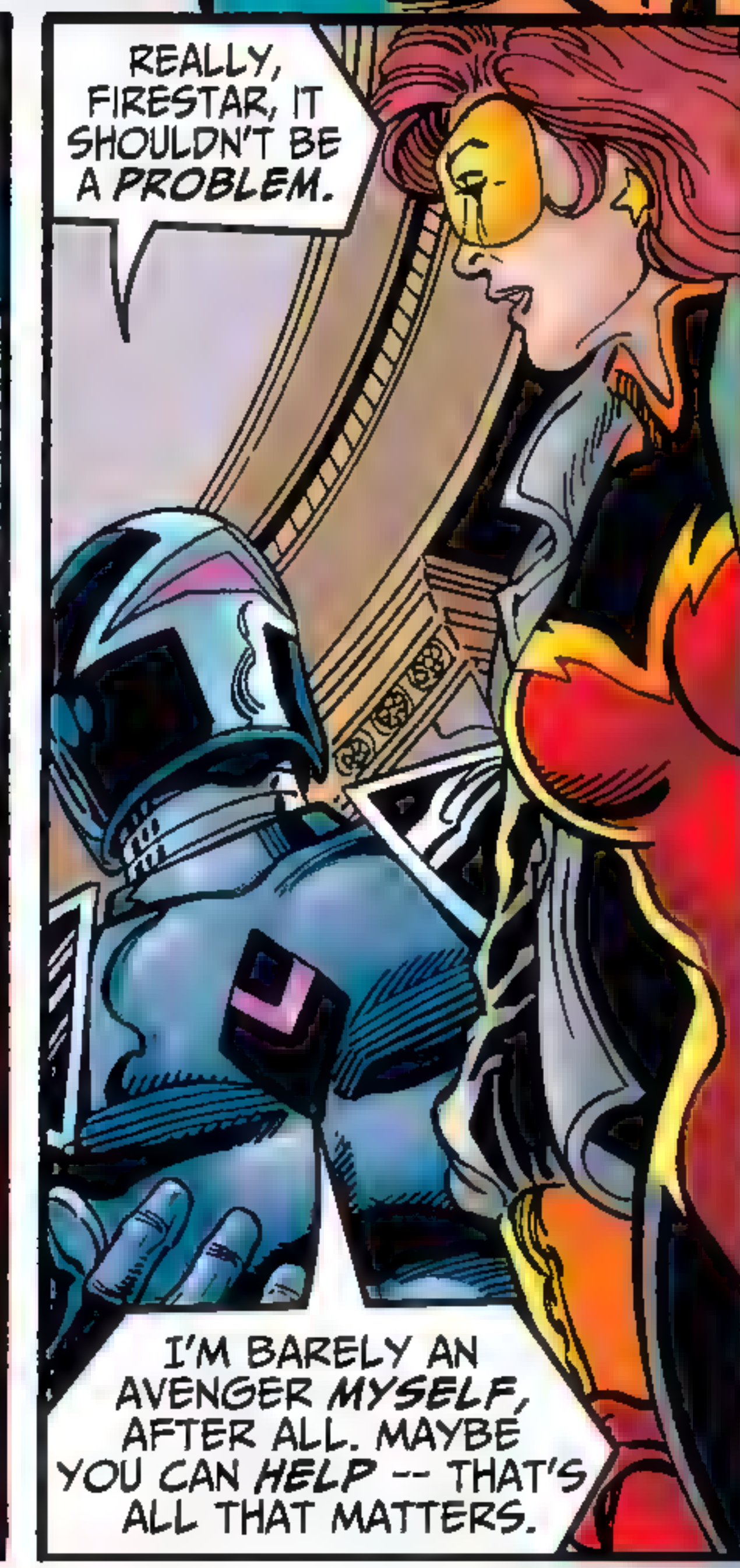
AN X-MAN, PERHAPS -- THEY HAVE NEVER BEEN CHOOSY. BUT --

STANDARDS FALL, NAMOR. IT'S THE WAY OF THE UNIVERSE.



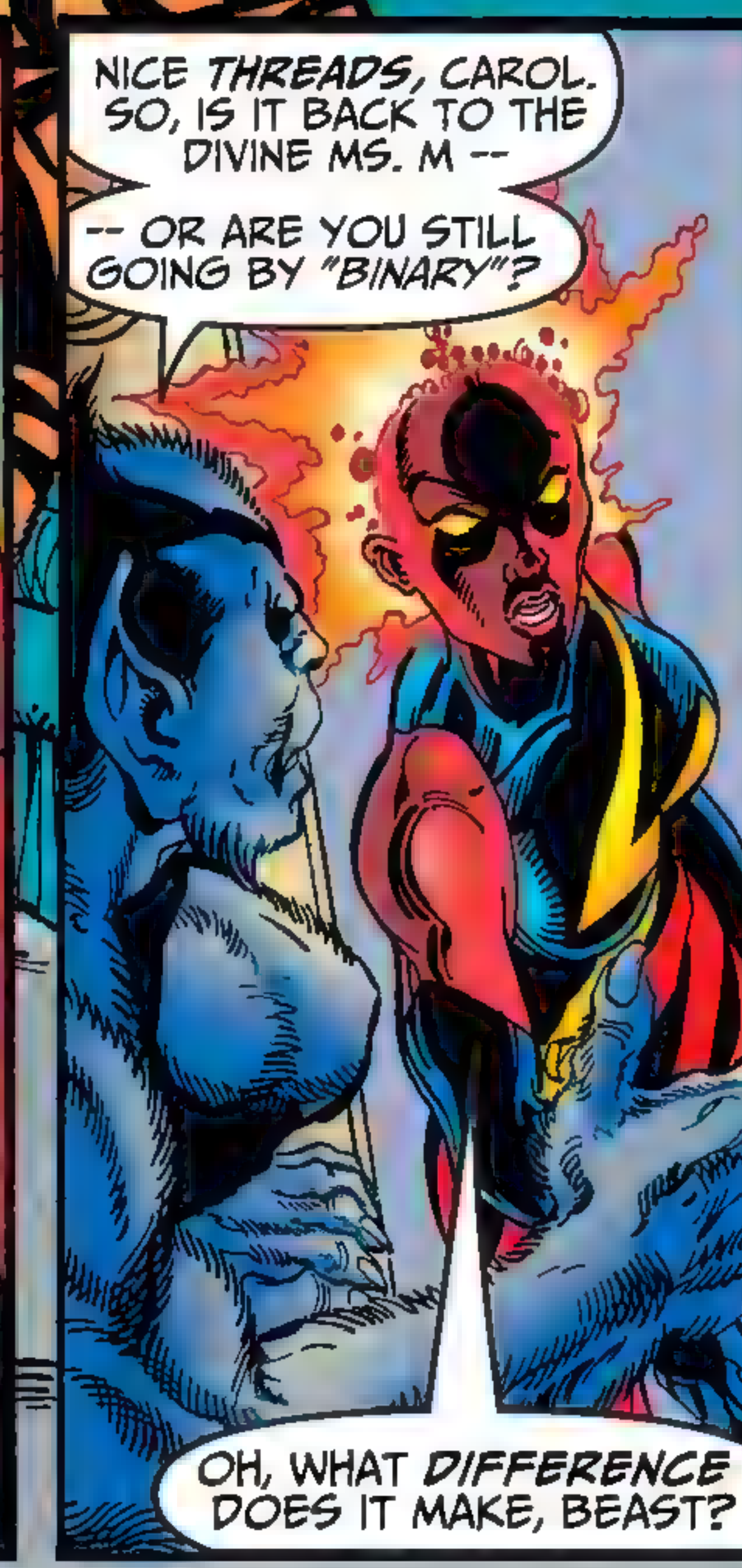
REALLY, RAGE -- MAYBE WE SHOULD JUST GO. IT WAS AVENGERS THEY CALLED FOR, AFTER ALL, AND --

DON'T WORRY ABOUT IT, VANCE. YOU TWO WERE ATTACKED ALONG WITH ME, RIGHT? IT'S COOL, HONEST.



REALLY, FIRESTAR, IT SHOULDN'T BE A PROBLEM.

I'M BARELY AN AVENGER MYSELF, AFTER ALL. MAYBE YOU CAN HELP -- THAT'S ALL THAT MATTERS.



NICE THREADS, CAROL. SO, IS IT BACK TO THE DIVINE MS. M --

-- OR ARE YOU STILL GOING BY 'BINARY'?

OH, WHAT DIFFERENCE DOES IT MAKE, BEAST?



WHAT I WANT TO KNOW IS, WHY ARE WE STANDING AROUND WASTING TIME? WE WERE CALLED BY CAPTAIN AMERICA AND THE OTHERS --

"-- SO WHERE ARE THEY?"

THREE MORE ARRIVALS, CAP.

ARRIVED

ARRIVED

ARRIVED

DECEASED

UNAVAILABLE

UNAVAILABLE

DECEASED

DECEASED

DECEASED

NO AN

IN CTIVE

DEACTIVATED

UNKNOWN

DECEASED

UNAVAILABLE

UNKNOWN

DECE

DECEASED

DECEASED

UNAVAILABLE

IN

DECEASED

UNAVAILABLE

I THINK THAT'S ABOUT ALL WE'RE GOING TO GET...

I AGREE, JAN. OF THE MEMBERS AND HONORARIES WE HAVEN'T HEARD FROM --

-- VIRTUALLY ALL OF THEM ARE DECEASED, IN ANOTHER TIME PERIOD, OR JUST PLAIN ENIGMAS. I'D CALL IT A FULL HOUSE.

ROGER THAT, IRON MAN. JUST LET ME FINISH UP HERE.

-- AFRAID WE CAN'T MAKE IT, CAPTAIN. I KNOW ALL THREE OF US HAVE SERVED AS AVENGERS --

-- BUT OUR FIRST DUTY IS TO THE FANTASTIC FOUR --

-- AND I'M AFRAID WE'RE TIED UP WITH OUR OWN CONCERNS.

PERFECTLY UNDERSTANDABLE, REED. THANKS FOR LETTING US KNOW, AND --

-- EH?!

LISTEN TO ME, AVENGERS. I GOT ATTACKED BY TROLLS. NOW I HEAR ABOUT YOUR PAJAMA PARTY. I DON'T WANT TO BE BOTHERED. BOTHER ME AGAIN --

-- AND I COME BOTHER YOU. GET IT?

KLIIH

WELL NOW.

OKAY, OKAY. SO MAYBE IT WAS A BAD IDEA TO CONTACT HIM.

IT WAS A THOUGHT, JAN -- AND, AS USUAL FOR YOU, A GENEROUS ONE.

NOW, COME ON, GANG --

"...LET'S GET THIS
SHOW ON THE ROAD."

GOOD
EVENING, AVENGERS.
I'D LIKE TO THANK
YOU ALL FOR
COMING.

IT'S GOOD
TO SEE ALL OF YOU
AGAIN, AND I WISH WE WERE
MEETING UNDER **HAPPIER**
CIRCUMSTANCES --

-- BUT
AS USUAL, IT'S
DANGER THAT'S BROUGHT
US TOGETHER -- A
DANGER THAT COULD
THREATEN THE **ENTIRE**
WORLD!

I'VE
AGREED TO
SERVE AS **CHAIRMAN**,
AT LEAST UNTIL WE HAVE
A SETTLED ROSTER, AND
A LEADER CAN BE
CHOSEN --

-- AND
I'D LIKE TO SAY THAT
I'VE RARELY SEEN SUCH AN
ASSEMBLAGE OF POWER AND
COURAGE IN ONE PLACE.
WHATEVER THE FOE,
AVENGERS --

-- I'M
CONFIDENT
THAT WE CAN
MEET IT -- AND
TRIUMPH.

CAPTAIN AMERICA SPEAKS
NORMALLY -- NOT ONCE
RAISING HIS VOICE ABOVE A
PLEASANT, FIRM BARITONE.
BUT EVEN SO, HIS WORDS
STIR THE OTHERS --

-- AND THEY FIND
THEMSELVES SITTING
STRAIGHTER, MORE
ALERTLY.

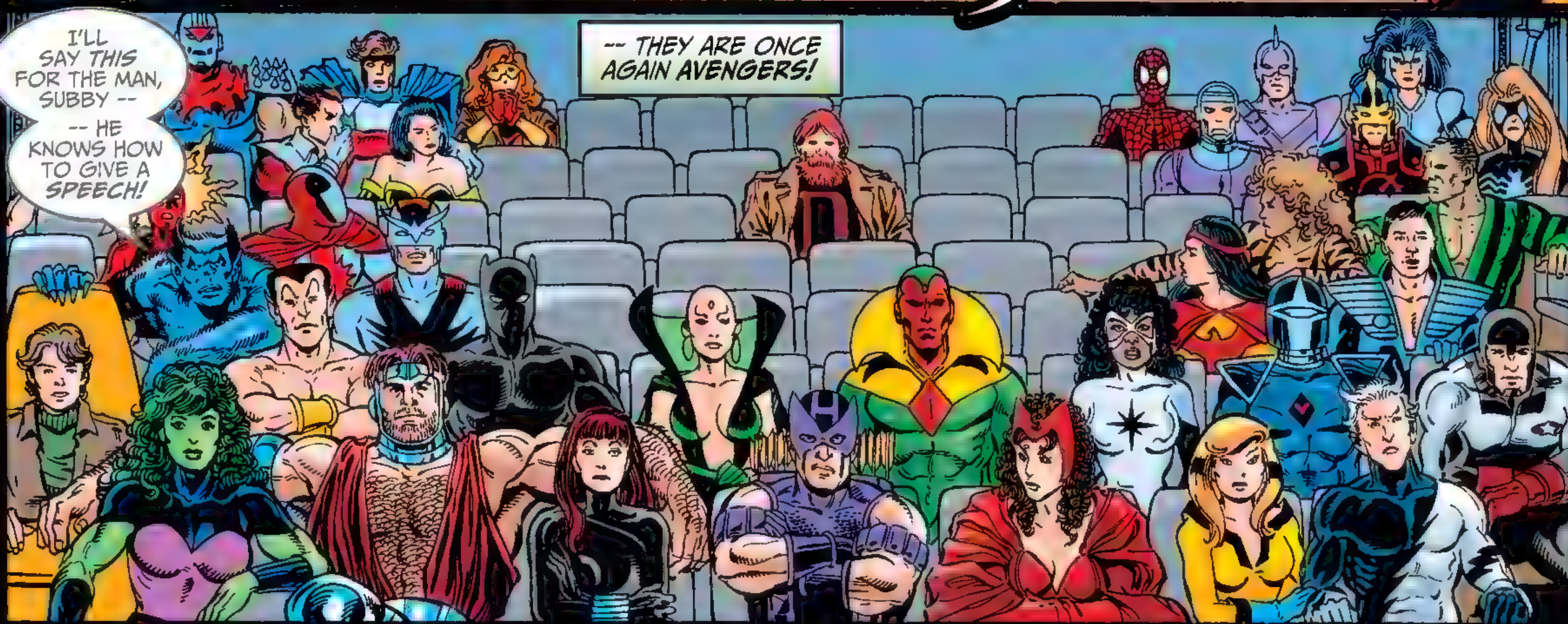
THEY ALL HAVE LIVES TO LEAD,
PROBLEMS TO DEAL WITH. BUT
AS THEY LISTEN, THAT FADES.
WHATEVER THEIR CONCERNS,
THEIR WORRIES --

Chapter
13

A Common Threat...

I'LL
SAY THIS
FOR THE MAN,
SUBBY --
-- HE
KNOWS HOW
TO GIVE A
SPEECH!

-- THEY ARE ONCE
AGAIN AVENGERS!





IT'S **THOR** WHO KNOWS THE MOST ABOUT THE SITUATION WE'RE FACING, SO UNLESS THERE ARE ANY **QUESTIONS** --

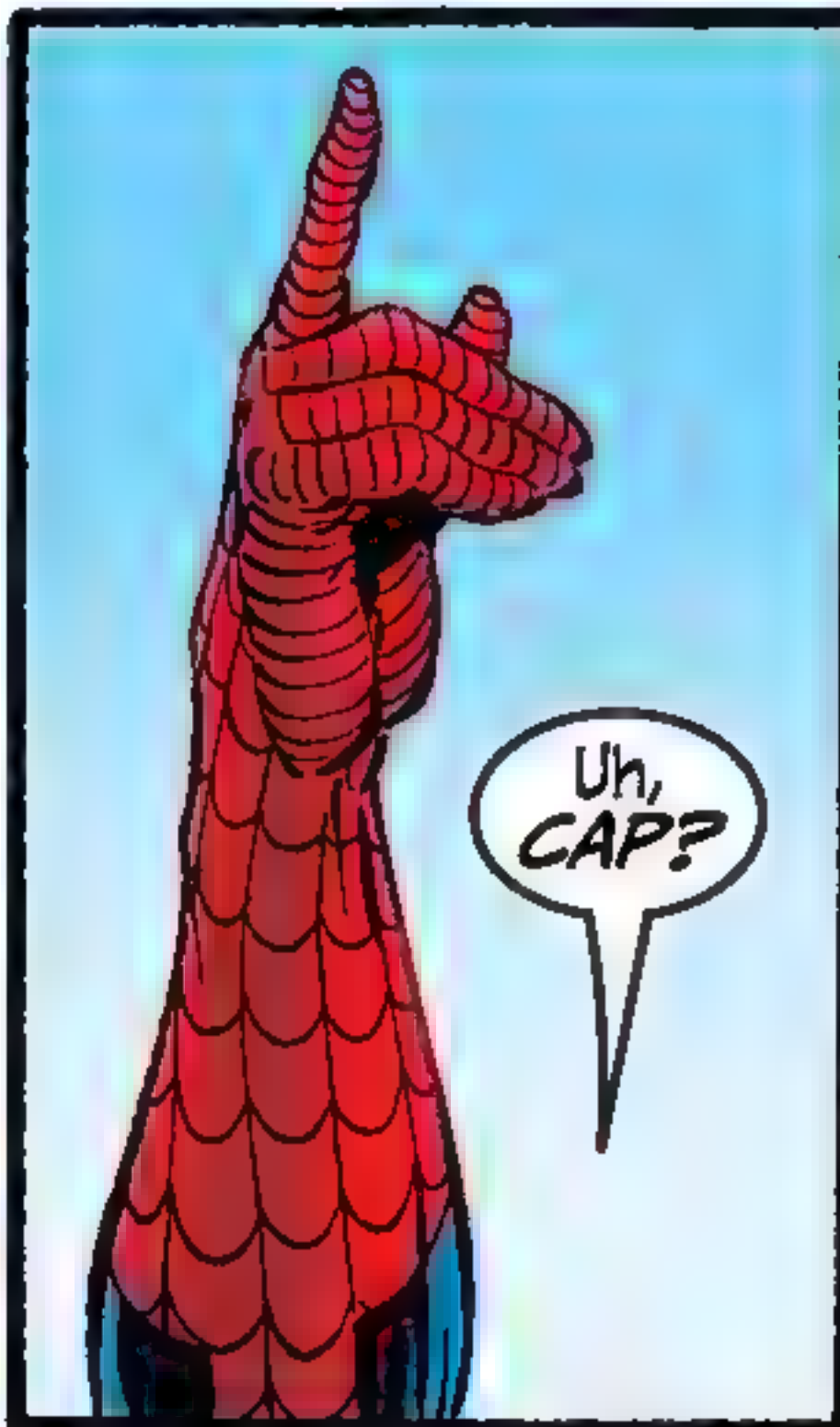
-- I'D LIKE TO TURN THE PODIUM OVER TO HIM, SO HE CAN EXPLAIN IT TO YOU.



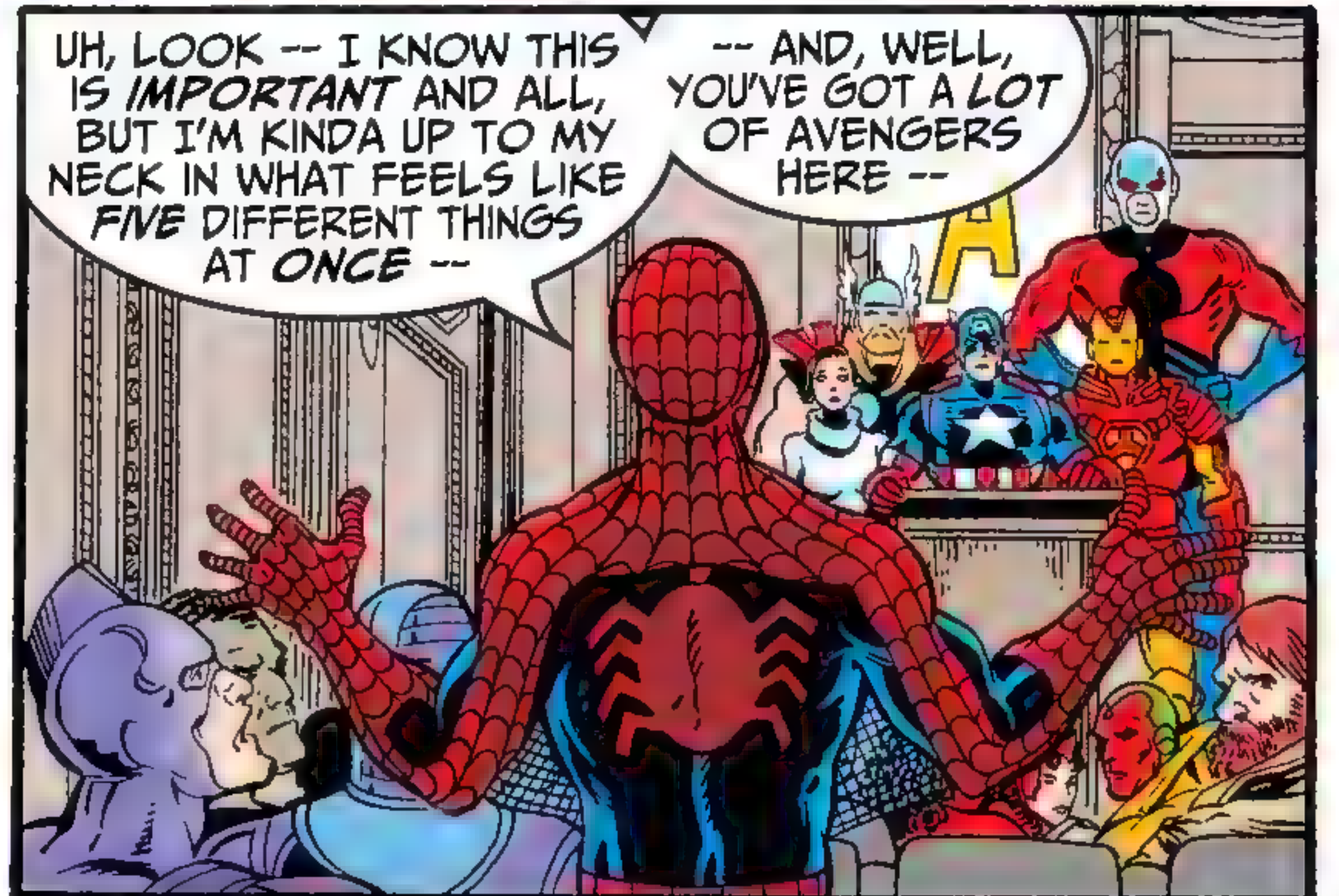
HHH! WE OUGHTTA BE UP THERE, TOO, WANDA! WE WEREN'T THAT FAR BEHIND CAP IN JOINING --

-- AN' WE'VE BOTH SERVED AS **TEAM LEADERS!** BUT DO THEY REMEMBER?

CLINT, SHH!



Uh, CAP?



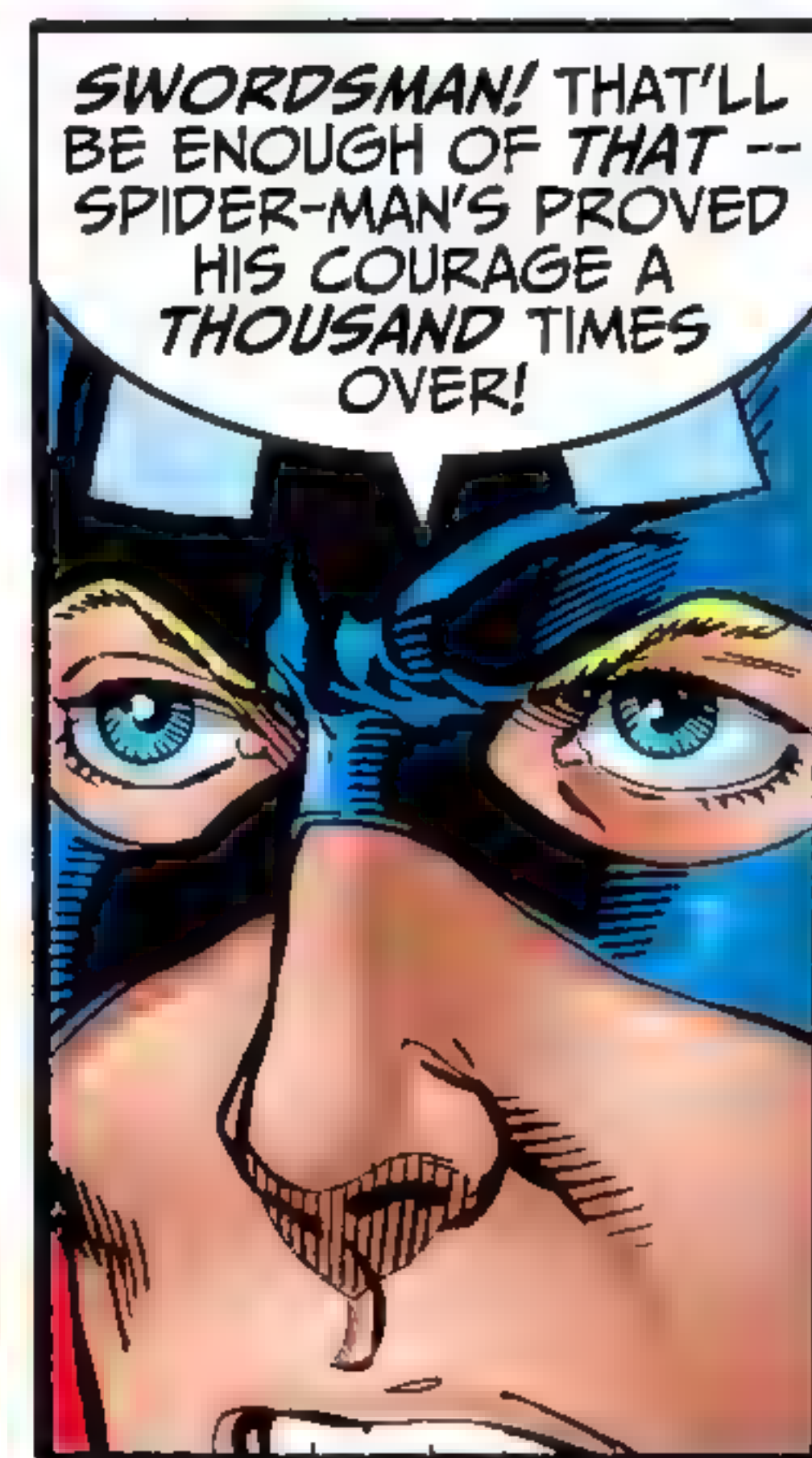
UH, LOOK -- I KNOW THIS IS **IMPORTANT** AND ALL, BUT I'M KINDA UP TO MY NECK IN WHAT FEELS LIKE **FIVE DIFFERENT THINGS AT ONCE** --

-- AND, WELL, YOU'VE GOT A LOT OF **AVENGERS** HERE --



AND YOU WANT TO **DUCK OUT**, RIGHT? WELL, IF YOU'RE THAT **YELLOW**, THE **AVENGERS** DON'T **NEED** YOU! GO ON AND **SKITTER AWAY**, YOU --

HEY, NOW --



SWORDSMAN! THAT'LL BE ENOUGH OF **THAT** -- **SPIDER-MAN'S** PROVED HIS **COURAGE** A **THOUSAND TIMES** OVER!



OF **COURSE** YOU CAN GO, **SPIDER-MAN**. AND **GOOD LUCK** WITH YOUR **LEGAL DIFFICULTIES*** -- LET US KNOW IF WE CAN **HELP**.

THANKS, CAP -- AND **GOOD LUCK** WITH THIS **THING**, TOO -- **WHATEVER** IT IS.

*FOR MORE, SEE SPIDEY'S OWN BOOKS -- LIKE HE-NEEDS-THE-PLUG-TOM



AN' JUST IN CASE YOU WANNA **BADMOUTH** A GUY WHO'S WORTH **THREE** OF YA NOW THAT HE'S GONE, **FIN-HEAD**, LEMME JUST WARN YA --

-- YOU'LL BE DOIN' IT THROUGH A **FACEFUL A' SAND!**

Oh, YEAH --?



SANDMAN! ALL OF YOU -- **SETTLE DOWN!** THIS ISN'T GETTING US **ANYWHERE!**

Ah, THE **AVENGERS** --!

ALL RIGHT. IF THAT'S IT, THEN **THOR**, IF YOU WOULD --

MY THANKS,
CAPTAIN.

I SHALL
ENDEAVOR TO
KEEP MY TALE **BRIEF**,
AVENGERS -- FOR THE
THREAT WE FACE MUST
BE DEALT WITH
SWIFTLY.

THE
LAST SOME OF
THOSE GATHERED
HERE DIDST SEE ME,
I WAS LOCKED IN
COMBAT* --

-- LOCKED
IN COMBAT 'GAINST
THE LATVERIAN DESPOT
DOCTOR DOOM, WHO HAD
SOUGHT TO STEAL REED
RICHARDS'S YOUNG
SCION --

"-- AND HARNESS THE
POWER THE BOY DOTH
WIELD, TO MAKE
HIMSELF ALL-RULER OF
THAT STRANGE **OTHER-
REALM** IN WHICH WE
HAD BEEN TRAPPED.

"HAD HE SUCCEEDED, ALL
THE WORLD-LOST HEROES
COULD HAVE **PERISHED**,
NEVER SEEING THEIR **TRUE**
MIDGARD AGAIN. BUT --"

VILLAIN! THIS
BOY **RETURNS**
TO HIS FATHER --
AND THEY **WILL**
RETURN HOME! E'EN
IF IT COSTS ME
MY **IMMORTAL**
LIFE AND
SOUL!

*IN **HEROES REBORN:**
THE RETURN #4. -- Tom

"UNABLE WAS I TO FORCE
THE MADMAN **BACK** TO THE
SPACE-ARK WHICH DIDST
SHELTER US, AND SO --

WHAT
ARE YOU
DOING?

-- THEN
THAT IS AN
ETERNITY
WELL
SPENT!

USING
MY HAMMER -- TO
CREATE A **RIFT** BETWEEN
REALITIES, WHERE
I SHALL HURL US
BOTH!

AND
IF I AM TO
SPEND ETERNITY
THERE, BATTLING YOU
TO MAINTAIN THE
SAFETY OF TWO
REALITIES --

"-- AND AS
TO WHAT DID
TRANSPIRE
NEXT --"

ZAKK



-- AS
TO WHAT DID
TRANSPIRE
NEXT --

-- THY
GUESS DO TH
SERVE AS WELL
AS MINE.

"ALL THAT I
CAN SAY WITH
CERTITUDE --

"-- IS THAT I DID
AWAKEN IN GREAT
ASGARD, AFTER MUCH
TIME HAD PASSED --
A TIME FOR WHICH I
CANNOT ACCOUNT.

"AND AS MY WITS
RETURNED I DID
DISCOVER, TO MY
GROWING HORROR --

"-- THAT MY ONCE-
PROUD HOME WAS
PROUD NO LONGER!

"THE REALM ETERNAL WAS
DESTROYED -- REDUCED
TO MEREST RUBBLE, LIKE
SOME CHILD'S TOY DASHED
CARELESSLY TO THE
GROUND.

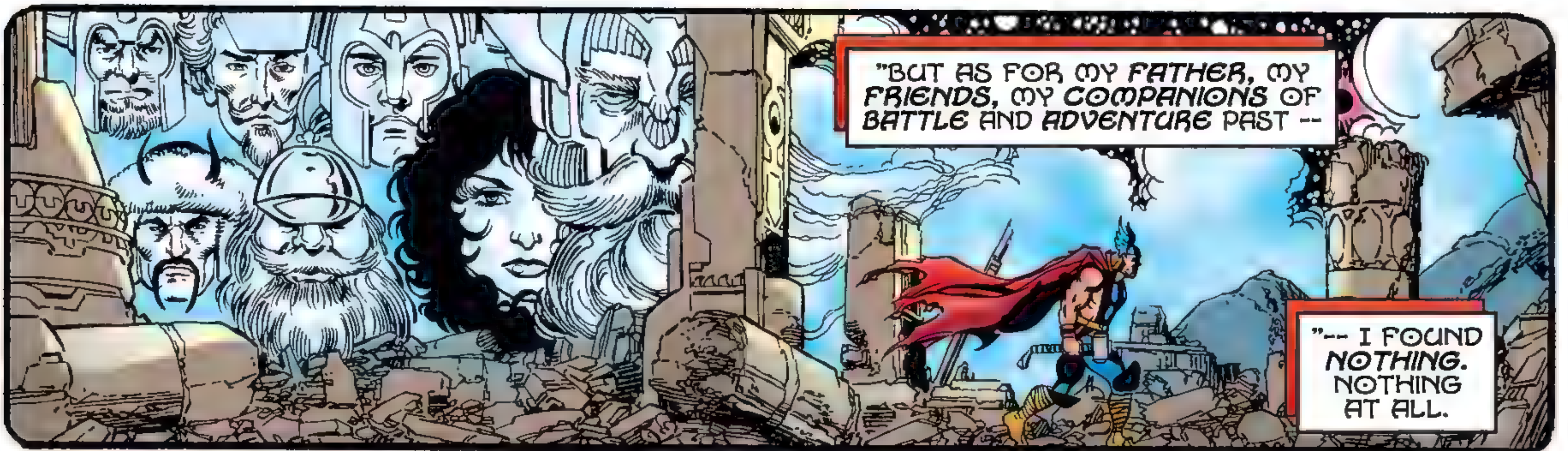
"ITS NOBLE BUILDINGS
GAPED OPEN TO THE
WINDS, ITS GREAT
HALLS LOOTED AND
EMPTY. AND WORSE
STILL --

"--NOWHERE, BUT
NOWHERE, DID I
FIND A SIGN OF LIFE.

"NO ASGARDIAN DID
I FIND, NOR ANY
ATTACKER -- NO SIGN
OF WHAT CAUSED
THIS DEVASTATION.

"THE RAINBOW BRIDGE, WHICH DO TH
LINK FAIR ASGARD TO THE REST OF THE
NINE WORLDS, I FOUND SHATTERED --

"-- BROKEN OFF AS
IF STRUCK BY SOME
FORCE BEYOND
IMAGINATION.



"BUT AS FOR MY FATHER, MY FRIENDS, MY COMPANIONS OF BATTLE AND ADVENTURE PAST --

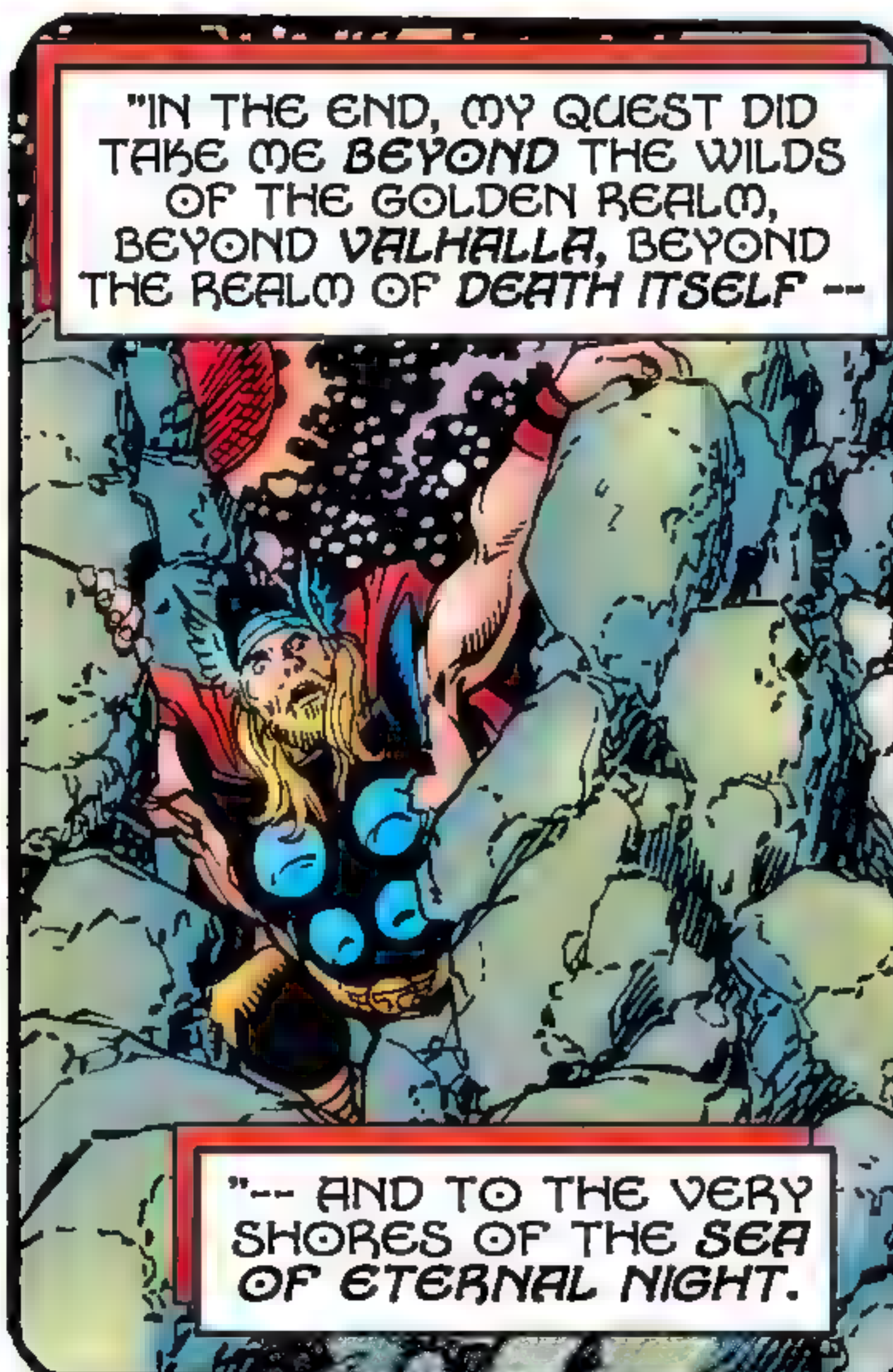
"-- I FOUND NOTHING. NOTHING AT ALL.



"BUT STILL I DID NOT GIVE UP. I KNOW NOT HOW LONG I DID SEARCH, NOR HOW FAR --

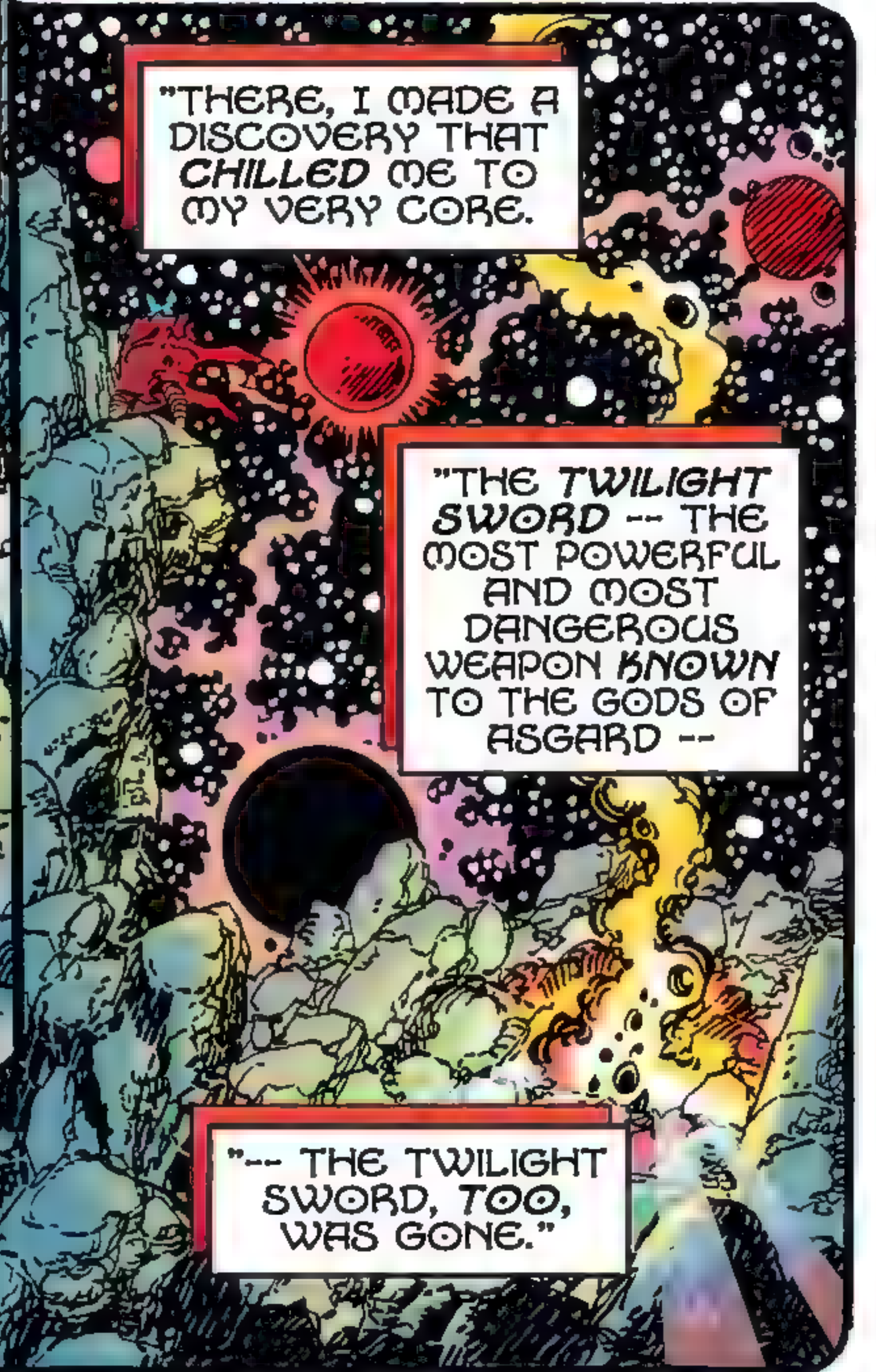
"-- BUT I ROAMED THE REALM ETERNAL, STOPPING NEITHER TO SLEEP NOR TO SUP, AND FOUND NOTHING. NOT A GIANT, NOT A DEMON --

"-- NOT E'EN THE SMALLEST SQUALLING GNOME. ALL WAS GONE.



"IN THE END, MY QUEST DID TAKE ME BEYOND THE WILDS OF THE GOLDEN REALM, BEYOND VALHALLA, BEYOND THE REALM OF DEATH ITSELF --

"-- AND TO THE VERY SHORES OF THE SEA OF ETERNAL NIGHT.



"THERE, I MADE A DISCOVERY THAT CHILLED ME TO MY VERY CORE.

"THE TWILIGHT SWORD -- THE MOST POWERFUL AND MOST DANGEROUS WEAPON KNOWN TO THE GODS OF ASGARD --

"-- THE TWILIGHT SWORD, TOO, WAS GONE."

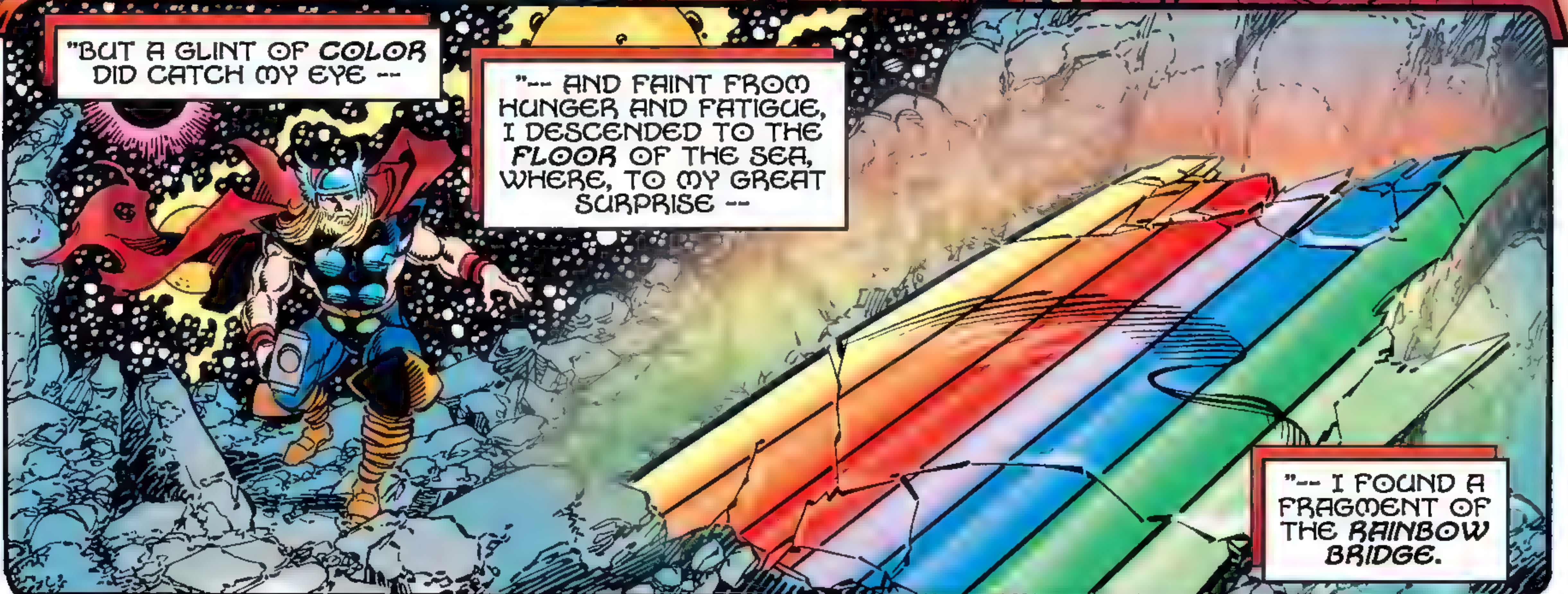


THE SEA OF ETERNAL NIGHT -- THE TWILIGHT SWORD -- I'LL TELL YOU, CAP -- THIS GIVES ME THE CREEPS.

REALLY? BUT YOU'VE DEALT WITH MAGIC BEFORE...

MAGIC I CAN TAKE -- I DON'T LIKE IT, BUT ULTIMATELY IT'S JUST A SCIENCE I DON'T UNDERSTAND. BUT MYTHOLOGY -- GODS --

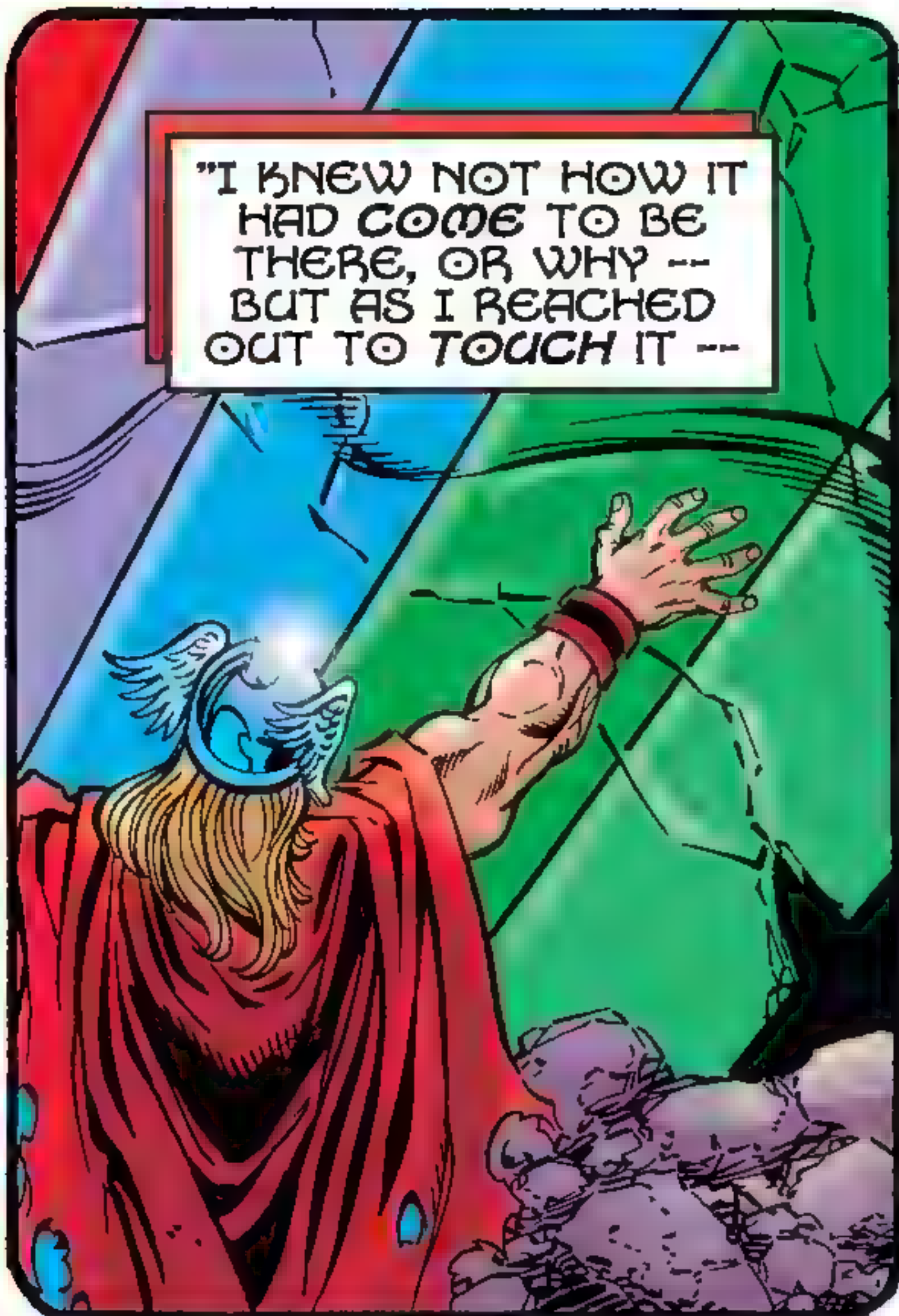
-- I LIKE THOR, CAP. BUT HIS WORLD -- IT VIOLATES EVERYTHING I'VE EVER BELIEVED IN --!



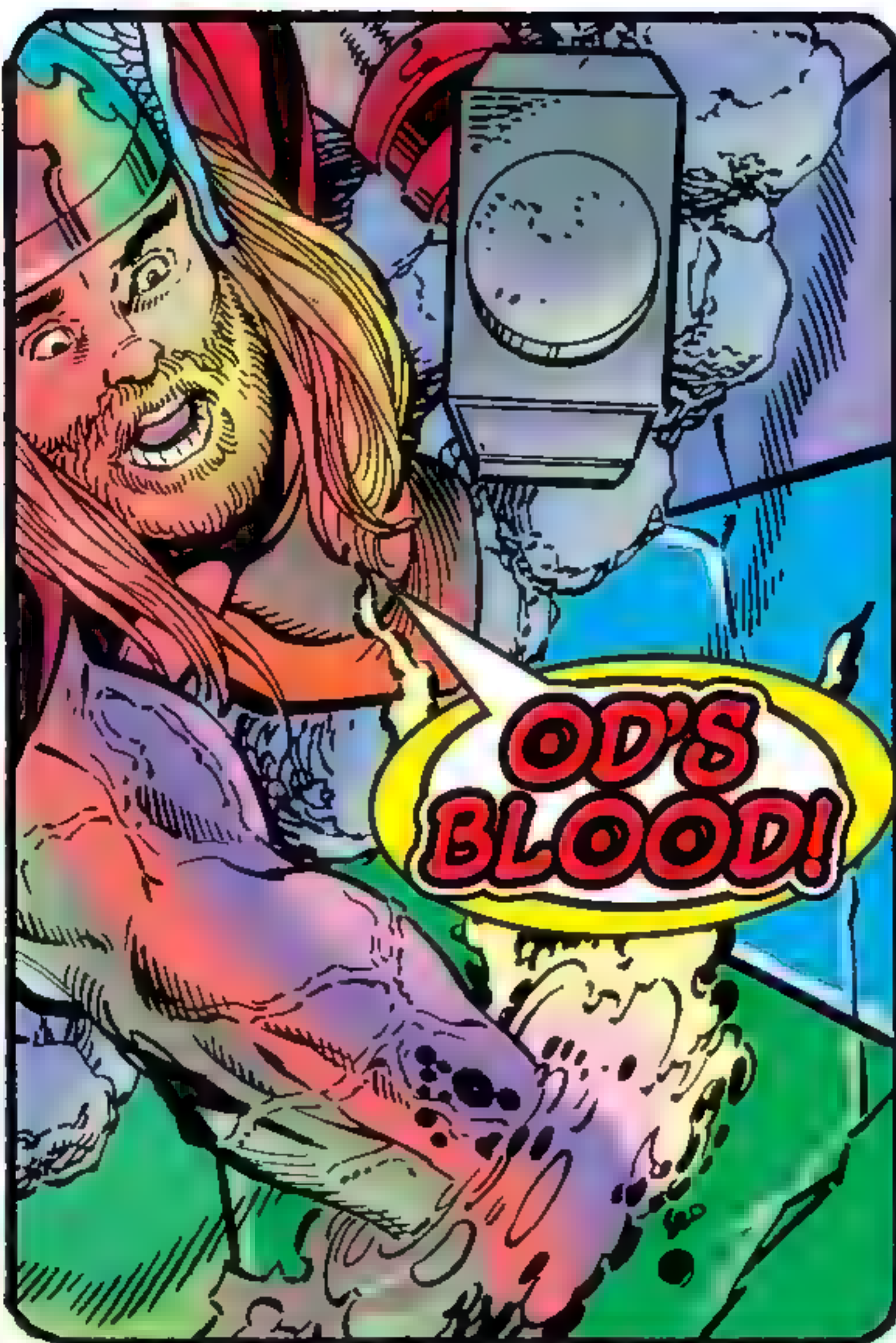
"BUT A GLINT OF COLOR DID CATCH MY EYE --

"-- AND FAINT FROM HUNGER AND FATIGUE, I DESCENDED TO THE FLOOR OF THE SEA, WHERE, TO MY GREAT SURPRISE --

"-- I FOUND A FRAGMENT OF THE RAINBOW BRIDGE.



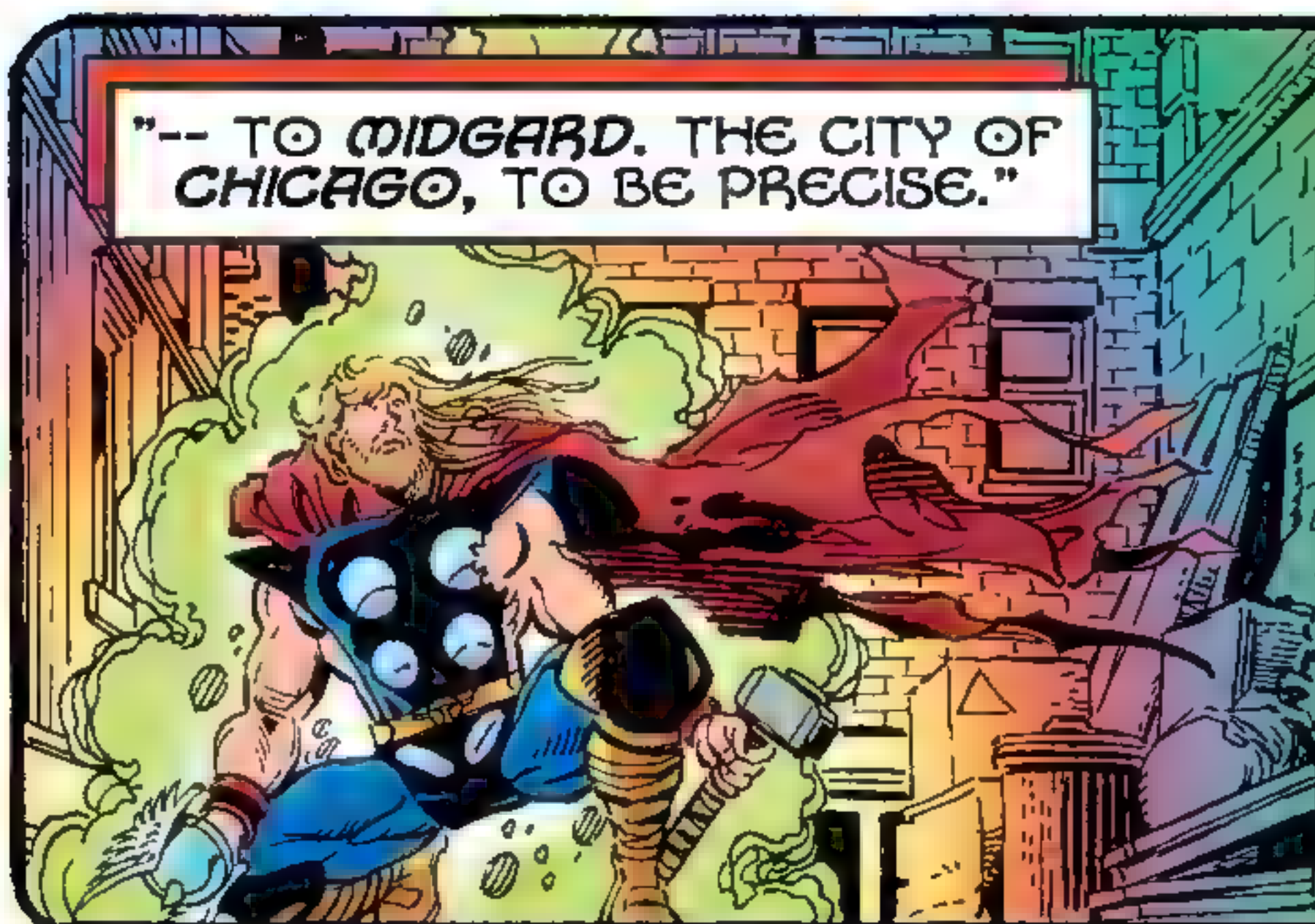
"I KNEW NOT HOW IT HAD **COME** TO BE THERE, OR WHY -- BUT AS I REACHED OUT TO **TOUCH** IT --



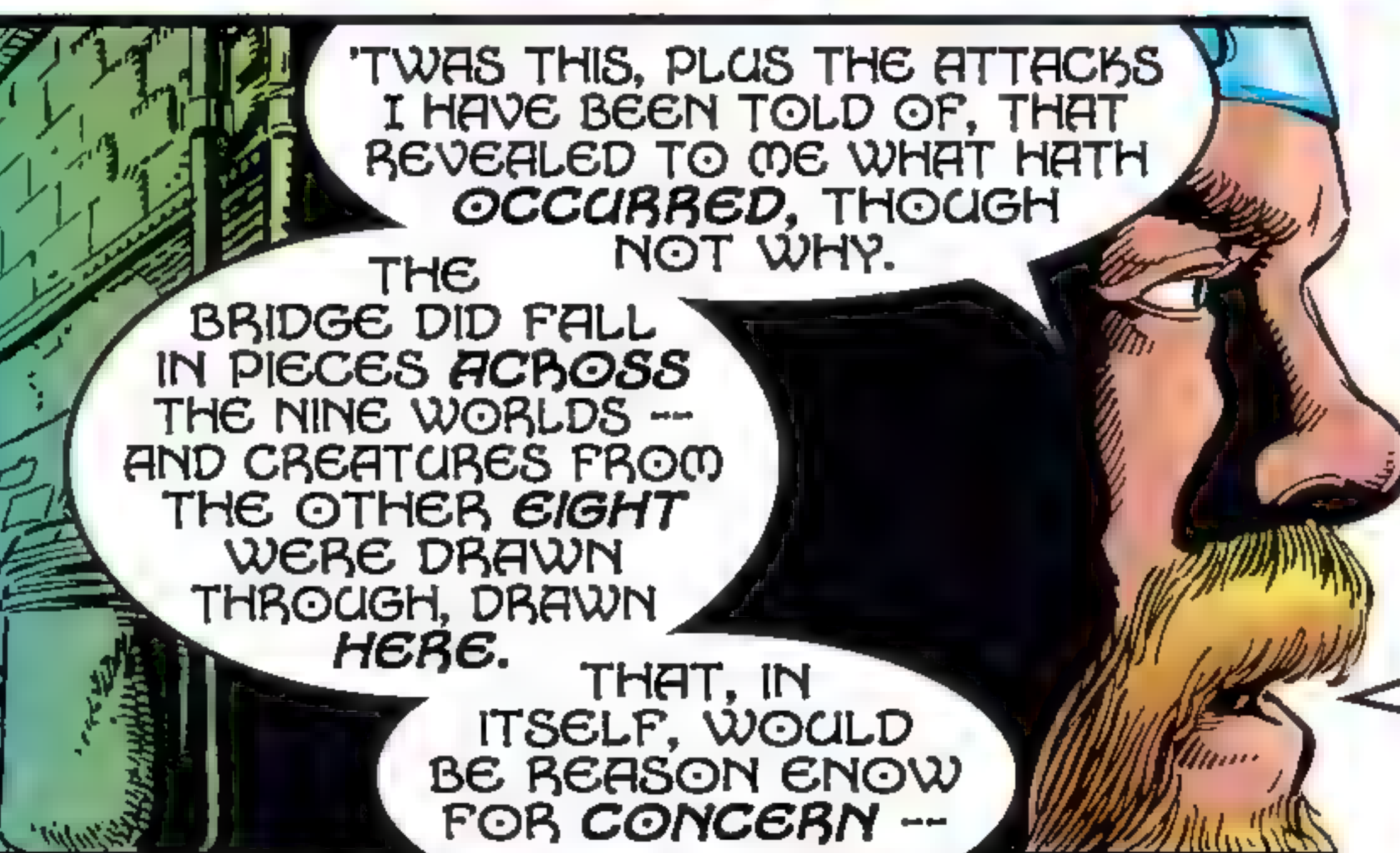
OD'S BLOOD!



"-- I WAS **TRANSPORTED** -- ACROSS THE GULF OF WORLDS --



"-- TO **MIDGARD**. THE CITY OF **CHICAGO**, TO BE PRECISE."

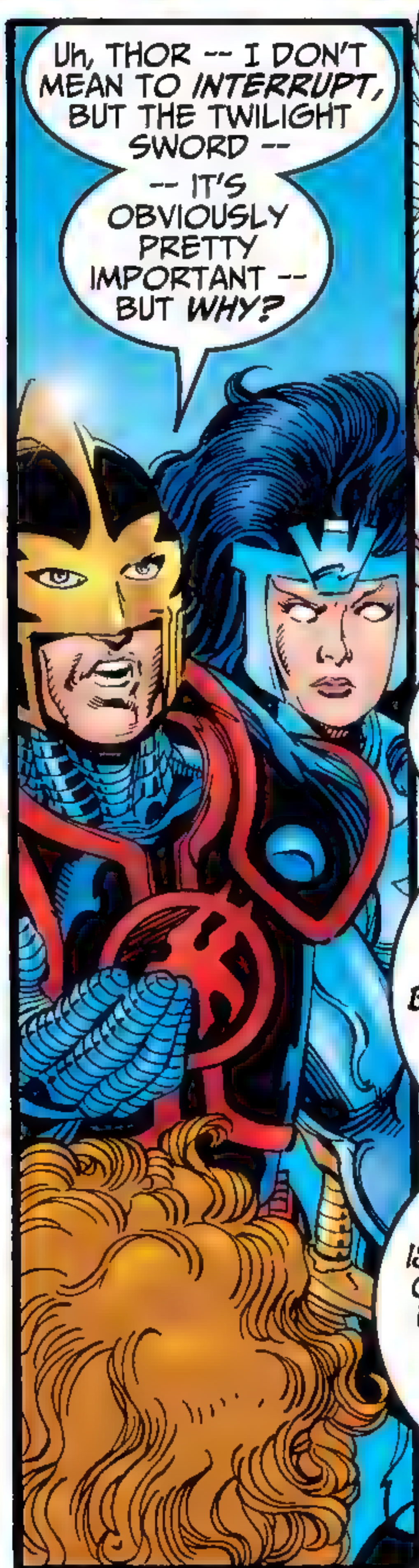


"T'WAS THIS, PLUS THE ATTACKS I HAVE BEEN TOLD OF, THAT REVEALED TO ME WHAT HATH **OCCURRED**, THOUGH NOT WHY.

THE BRIDGE DID FALL IN PIECES **ACROSS** THE NINE WORLDS -- AND CREATURES FROM THE OTHER **EIGHT** WERE DRAWN THROUGH, DRAWN **HERE**.

THAT, IN ITSELF, WOULD BE REASON ENOW FOR **CONCERN** --

-- BUT IF HE WHO **DID** THIS HATH THE **TWILIGHT SWORD** AS WELL --



UH, THOR -- I DON'T MEAN TO **INTERRUPT**, BUT THE **TWILIGHT SWORD** --

-- IT'S **OBVIOUSLY** PRETTY IMPORTANT -- BUT **WHY?**

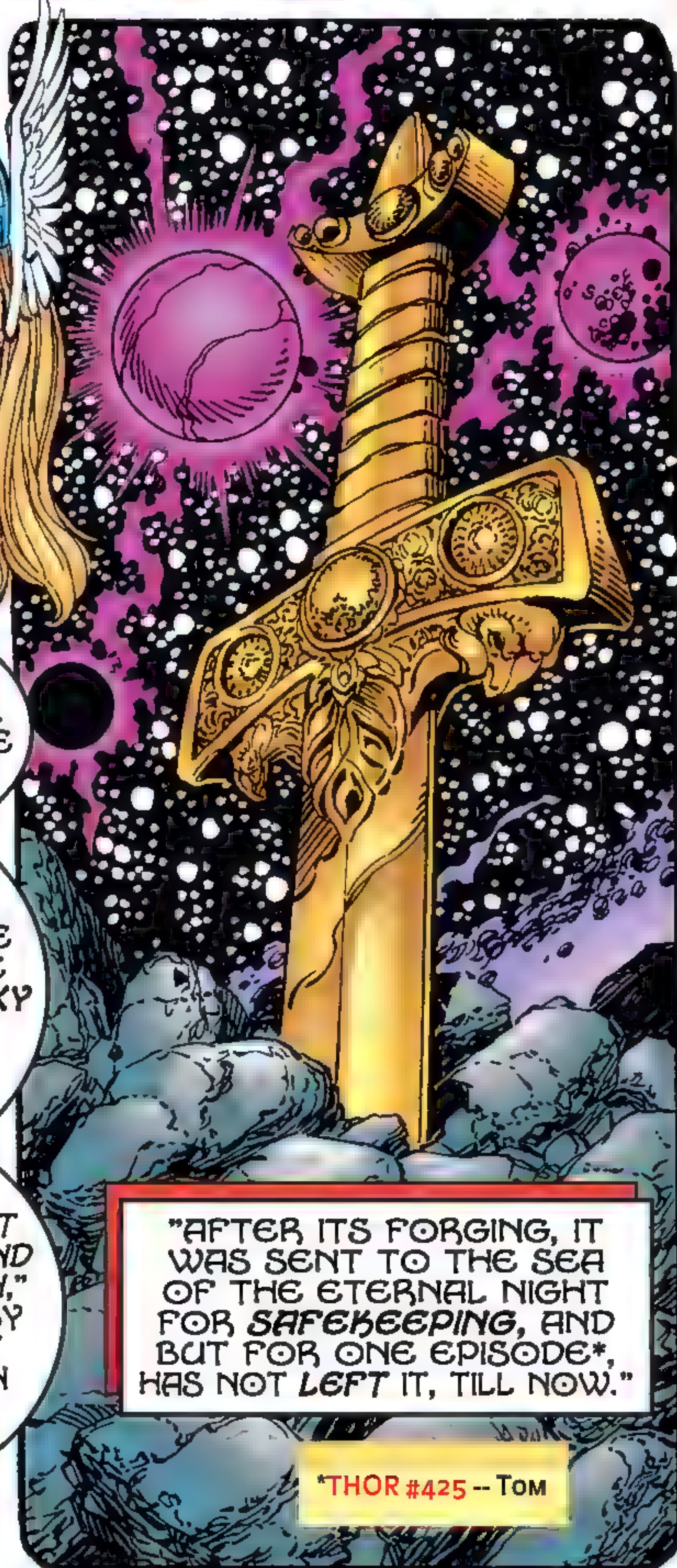


MY **APOLOGIES**, BLACK KNIGHT. I SHOULD HAVE EXPLAINED **ERE** THIS.

THE **TWILIGHT SWORD** WAS FORGED IN THE HEART OF THE **BURNING GALAXY** BY **SURTUR**, MIGHTIEST OF THE FIRE DEMONS.

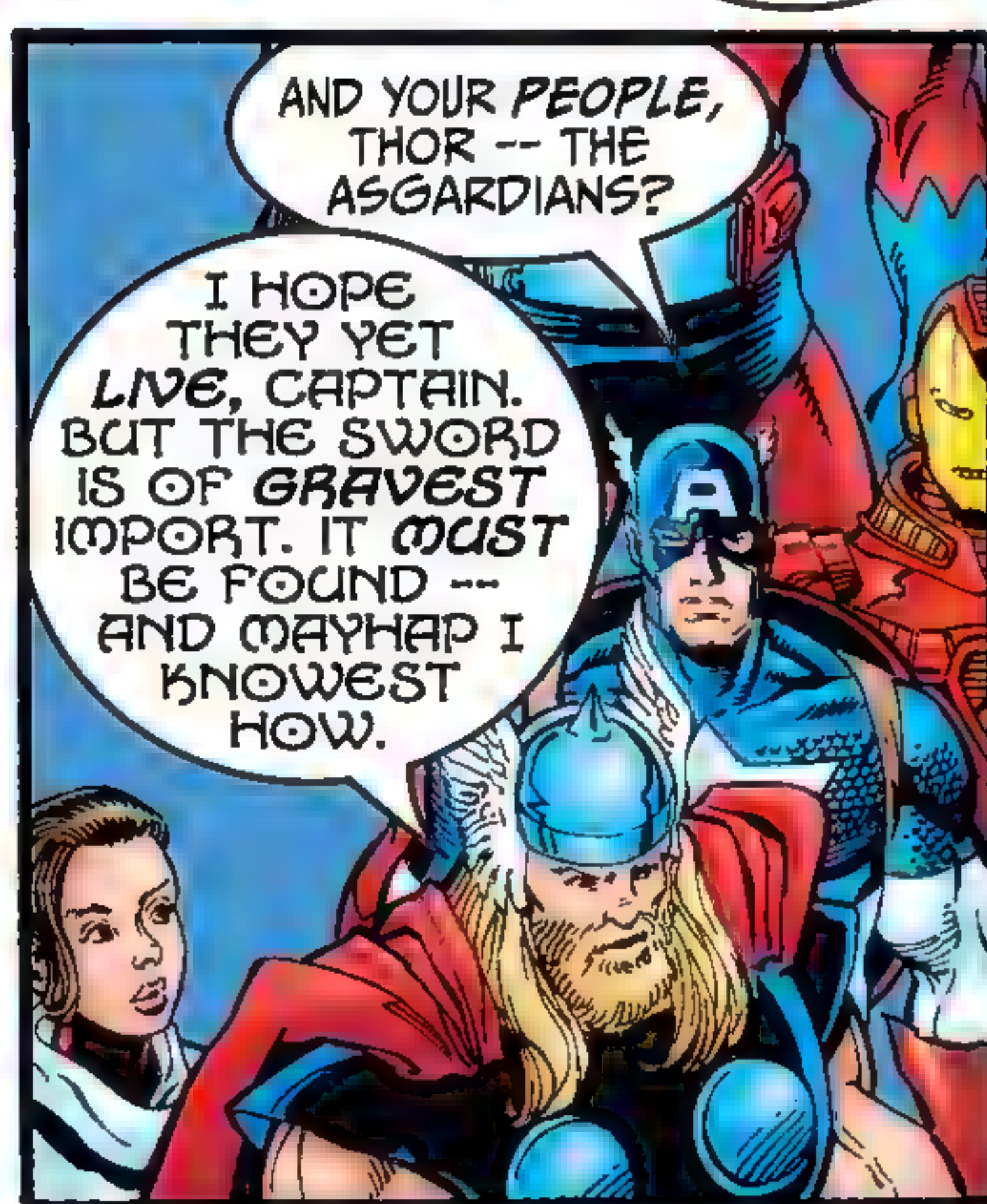
IT WAS FORGED TO "**RAZE ALL THAT IS WHEN THE END OF TIME IS NIGH**," AND WIELDED BY ONE OF RIGHT POWER, IT CAN **DESTROY CREATION** --

-- OR **REMAKE** IT.



"AFTER ITS FORGING, IT WAS SENT TO THE SEA OF THE **ETERNAL NIGHT** FOR **SAFEKEEPING**, AND BUT FOR ONE EPISODE*, HAS NOT **LEFT** IT, TILL NOW."

*THOR #425 -- TOM



AND YOUR **PEOPLE**, THOR -- THE **ASGARDIANS**?

I HOPE THEY YET **LIVE**, CAPTAIN. BUT THE SWORD IS OF **GRAVEST** IMPORT. IT **MUST** BE FOUND -- AND MAYHAP I KNOWEST **HOW**.



"WHOSEVER HATH IT HATH THE **MYSTIC NORN STONES** AS WELL. THEIR **MAGIC**, I CAN **SENSE** -- **AYE**, AND SOMETHING **DARKER** BEHIND IT."



THAT IS WHY I HAVE **SOUGHT** OUT YE ALL -- FOR I SENSE THE STONES IN FIVE PARTS OF MIDGARD.

WE MUST DIVIDE OUR FORCES AND FIND **ALL FIVE** -- AND THUS FIND THE **SWORD**, AS WELL.



Um, **EXCUSE** ME?

I'M, Ah, **JUSTICE** OF THE NEW WARRIORS. I KNOW I SHOULDN'T EVEN **BE** HERE, BUT WITH ALL THESE ATTACKS ON **AVENGERS** --

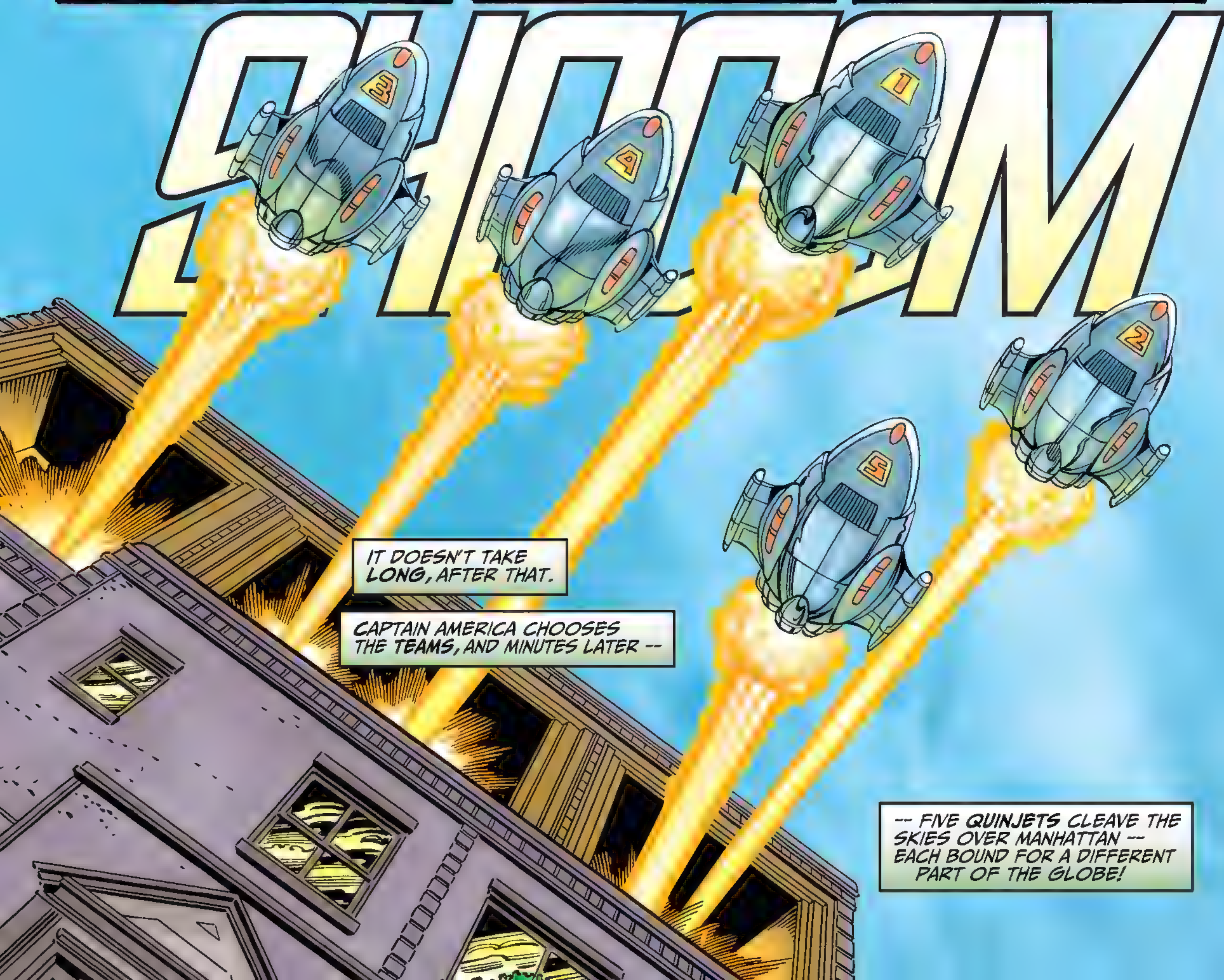
-- AND NOW SPLITTING THE TEAM UP --

-- WELL, IT COULD BE A **TRAP**.



Oh, RIGHT. OF **COURSE** IT'S A **TRAP**. YOU ALREADY KNOW THAT. **SORRY**.

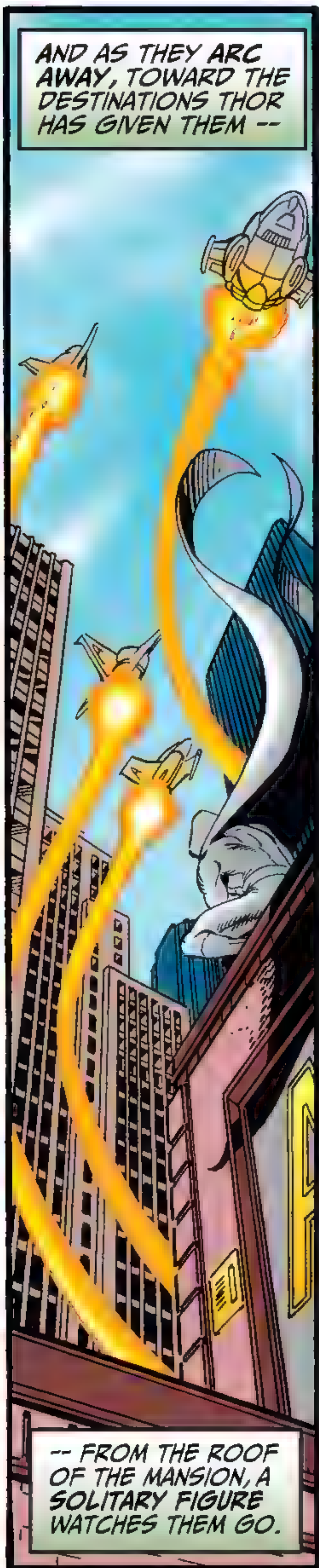
CAN I JUST **DIE** NOW?



IT DOESN'T TAKE LONG, AFTER THAT.

CAPTAIN AMERICA CHOOSES THE TEAMS, AND MINUTES LATER --

-- FIVE QUINJETS CLEAVE THE SKIES OVER MANHATTAN -- EACH BOUND FOR A DIFFERENT PART OF THE GLOBE!



AND AS THEY ARC AWAY, TOWARD THE DESTINATIONS THOR HAS GIVEN THEM --

-- FROM THE ROOF OF THE MANSION, A SOLITARY FIGURE WATCHES THEM GO.



HE HEARD THE CALL, AND HE RESPONDED TO IT -- AFTER HIS OWN FASHION.

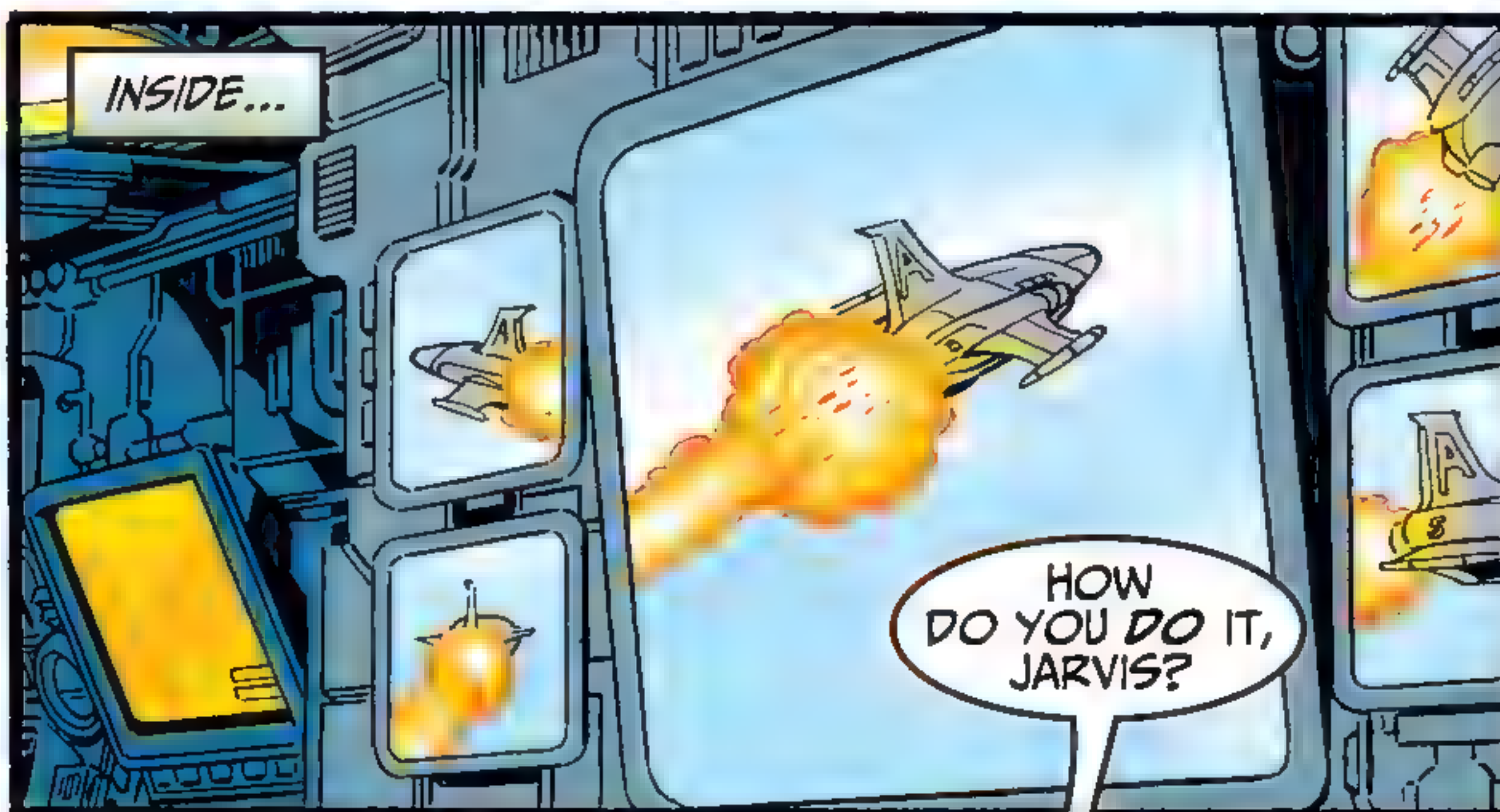
HE DID NOT JOIN THE OTHERS, BUT HE CAME, AND HE LISTENED -- DESPITE THE MANY SECURITY DEVICES THAT SHOULD HAVE BLOCKED HIS WAY.



BUT THOUGH THEIR CAUSE IS WORTHY, IT IS NO LONGER HIS WAY TO WORK WITH GROUPS. SO HE LETS THEM GO THEIR WAY, WHILE HE GOES HIS.

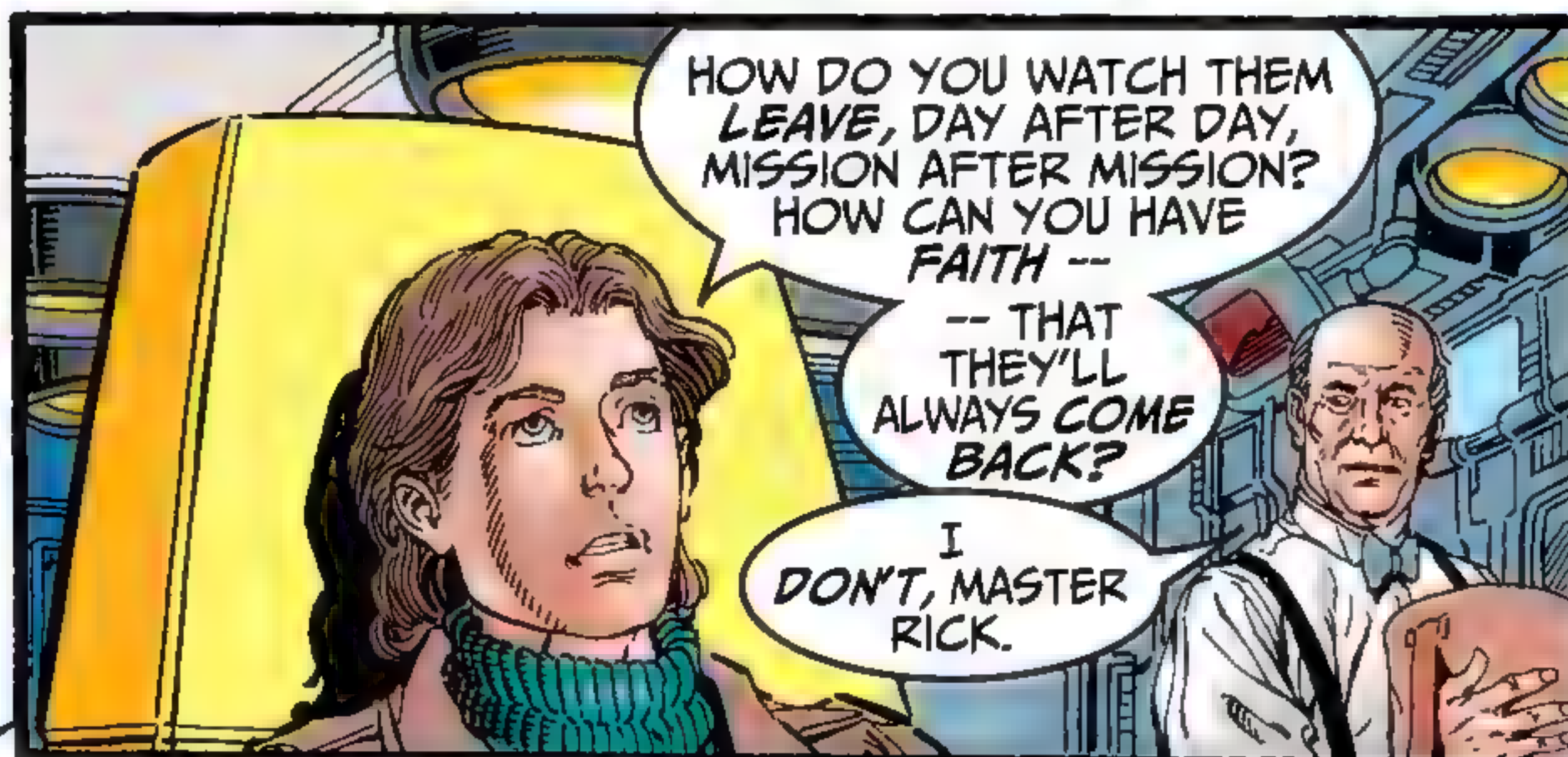
FROM NOW ON, WHERE THE MOON KNIGHT GLIDES --

-- HE GLIDES ALONE.



INSIDE...

HOW DO YOU DO IT, JARVIS?

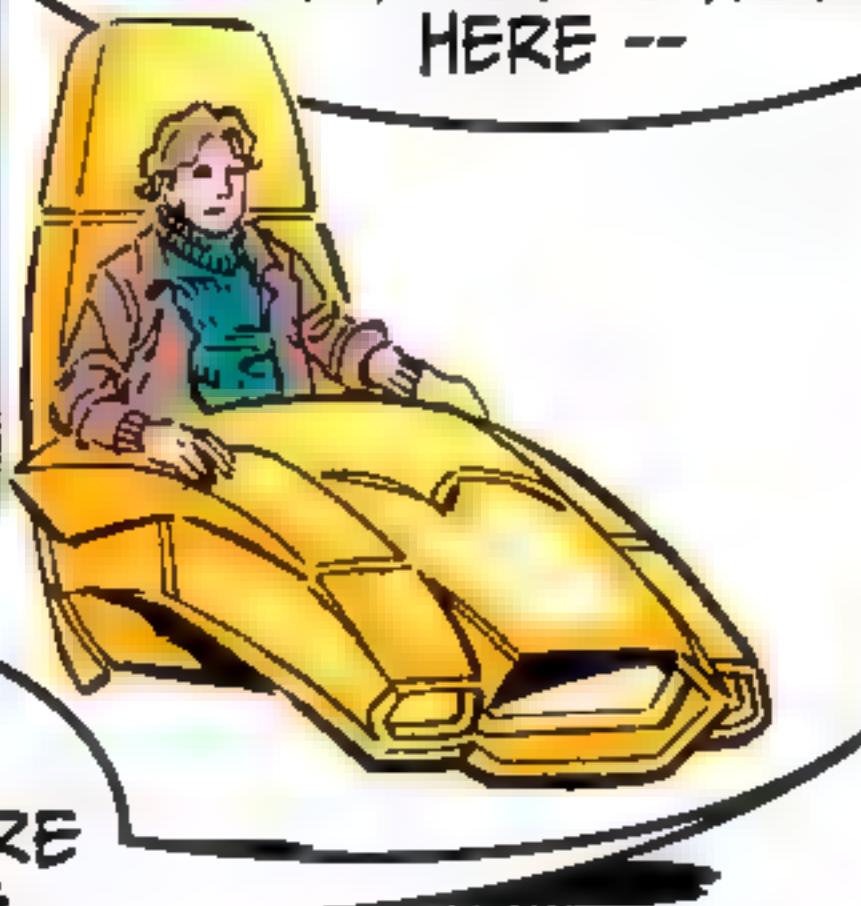


HOW DO YOU WATCH THEM LEAVE, DAY AFTER DAY, MISSION AFTER MISSION? HOW CAN YOU HAVE FAITH --

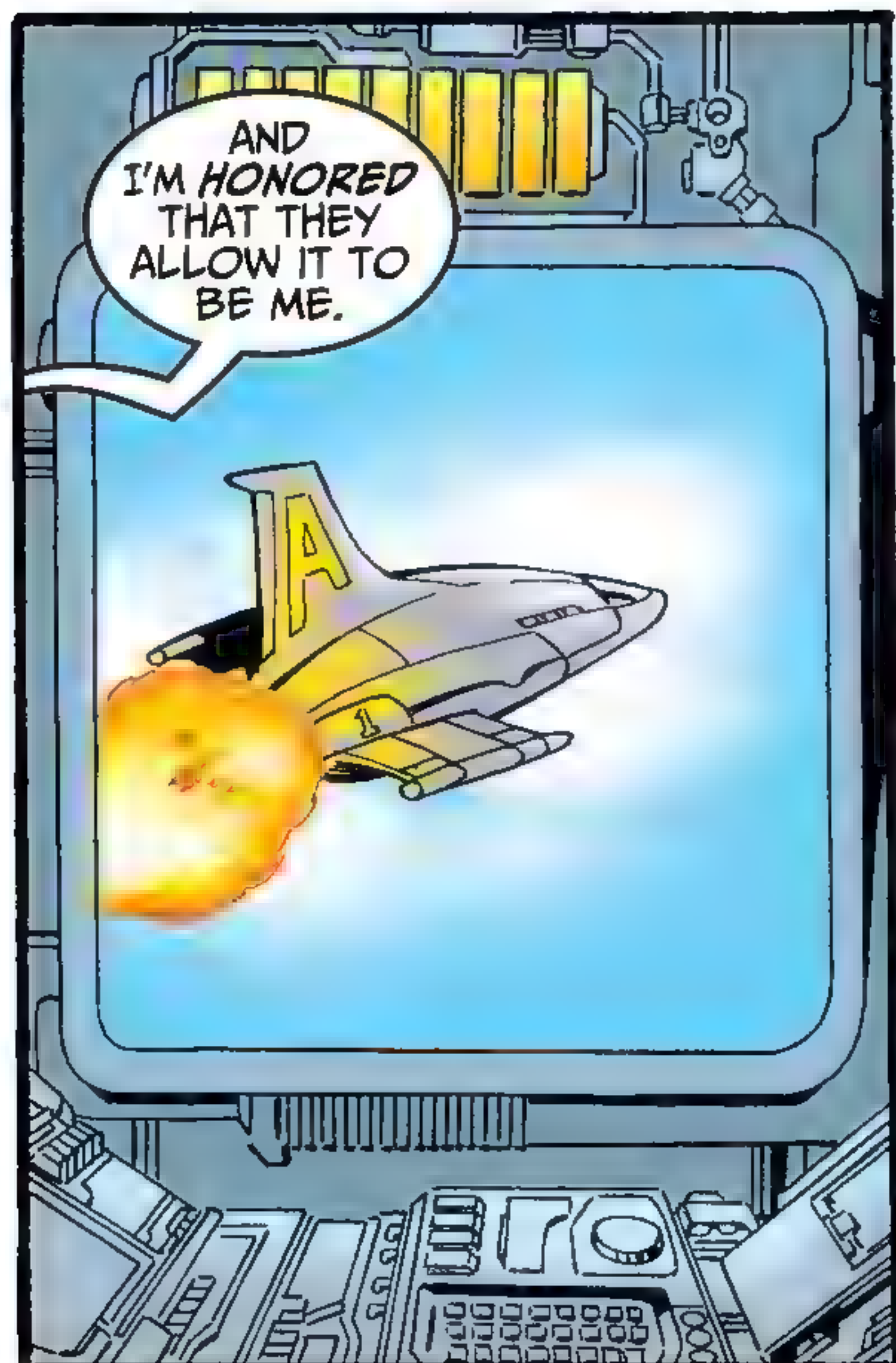
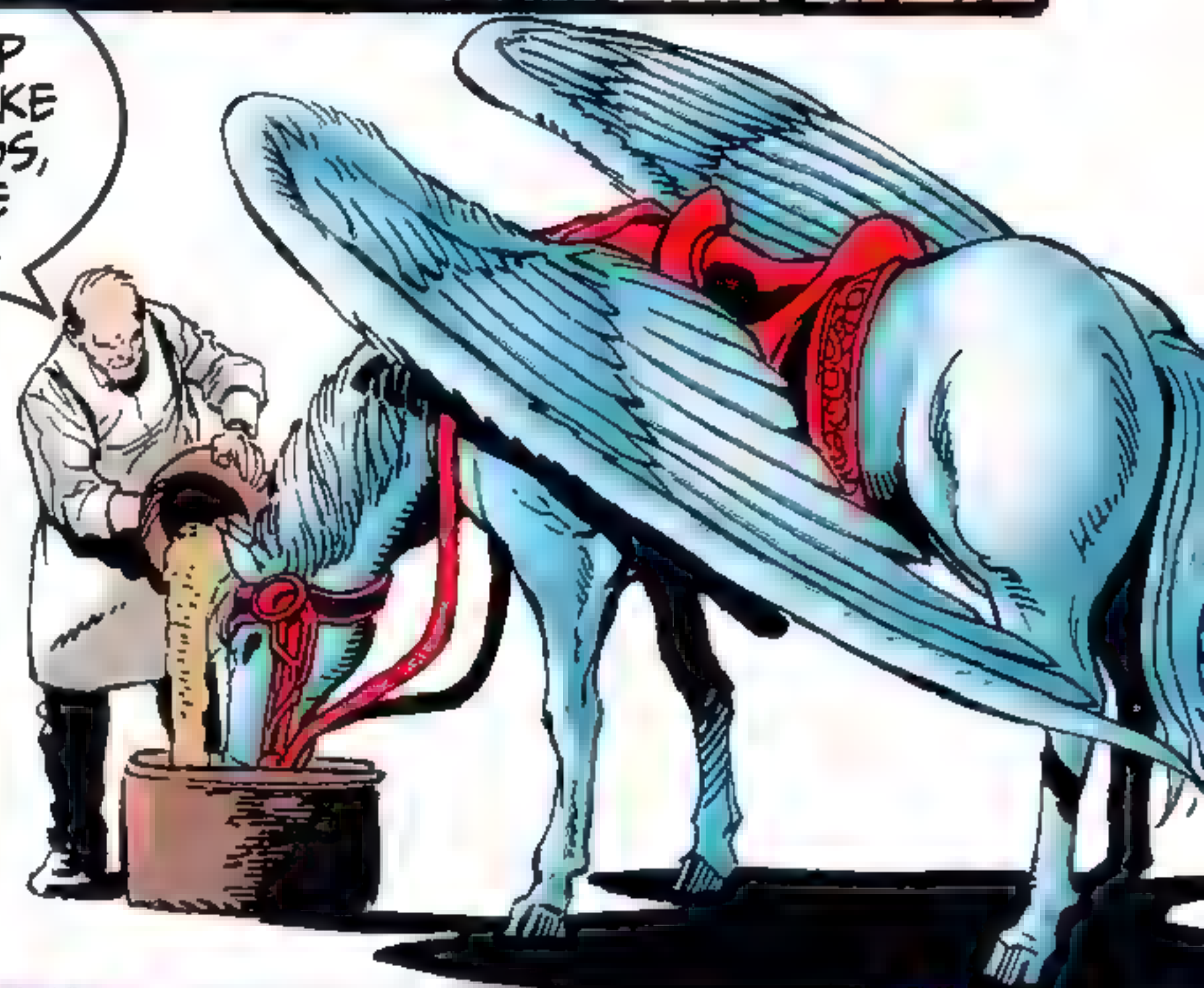
-- THAT THEY'LL ALWAYS COME BACK?

I DON'T, MASTER RICK.

BUT SOMEONE MUST KEEP THINGS RUNNING -- MUST TAKE CARE OF THE SMALL THINGS, LIKE THE FEEDING OF THE BLACK KNIGHT'S HORSE, HERE --



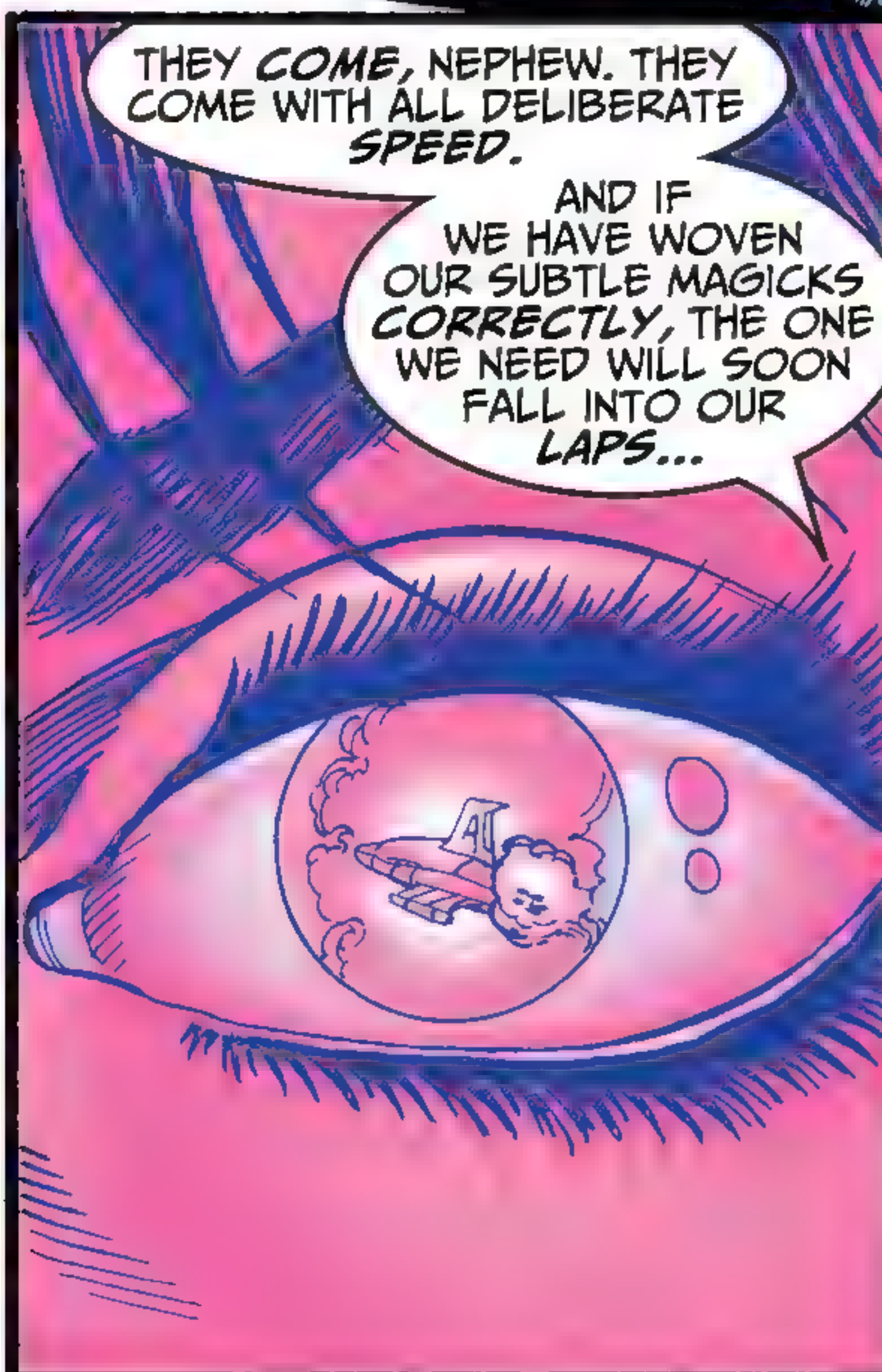
-- SO THAT THEY MAY TAKE CARE OF THE BIG ONES.



AND I'M HONORED THAT THEY ALLOW IT TO BE ME.

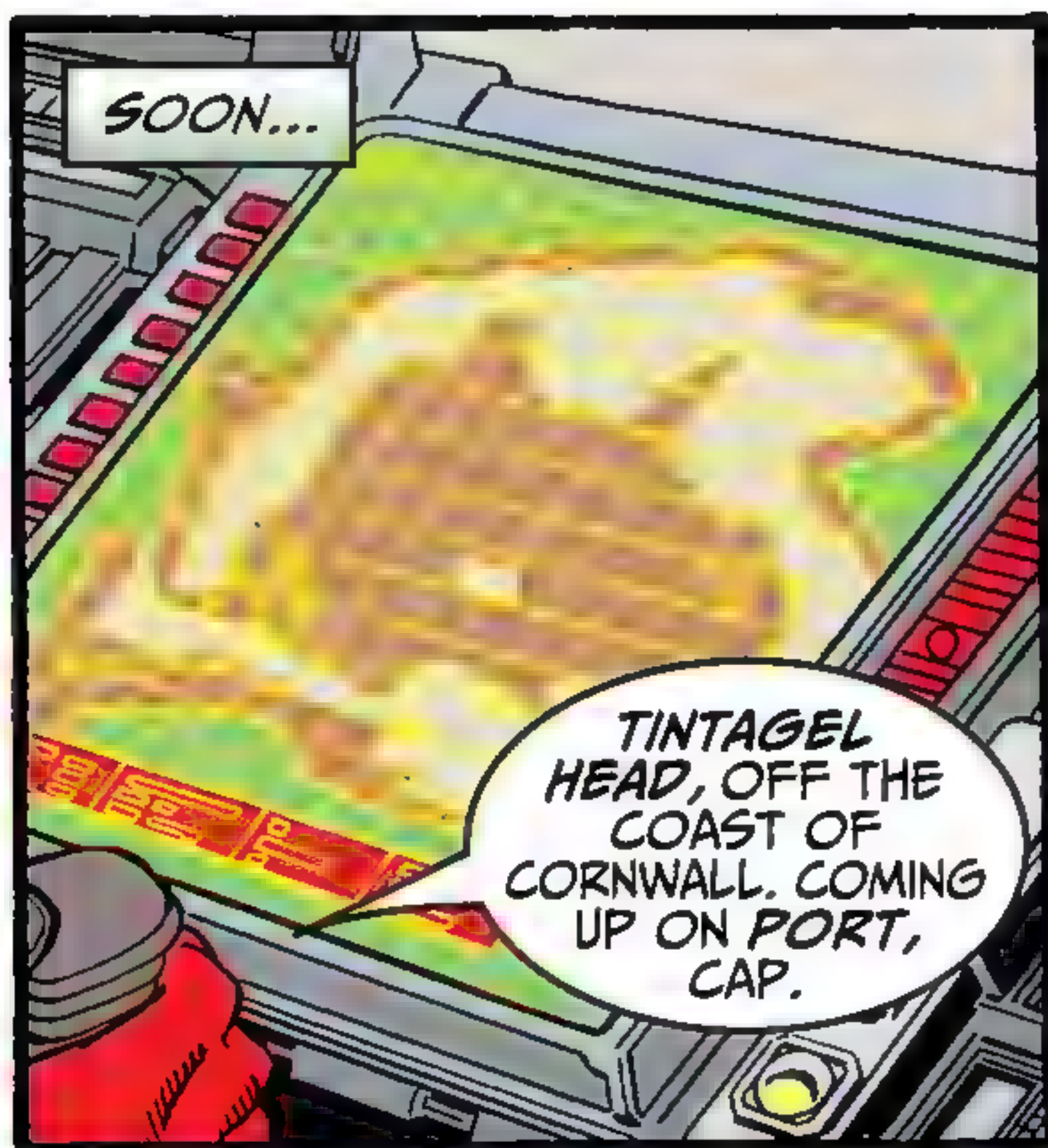


ELSEWHERE...



THEY COME, NEPHEW. THEY COME WITH ALL DELIBERATE SPEED.

AND IF WE HAVE WOVEN OUR SUBTLE MAGICKS CORRECTLY, THE ONE WE NEED WILL SOON FALL INTO OUR LAPS...



IT'S
SOME SORT
OF WHIRLWIND!
BUT -- IT'S SO
STRONG --

-- AND THE
WAY IT SPRANG
UP -- OUT OF
NOWHERE --!

WE'VE
HANDLED WORSE,
WANDA -- WE'LL
HANDLE THIS!

GET --
GET OFF OF
ME, THOU
MALODOROUS
LUMMOX!

Uh, SORRY
'BOUT THAT, HERC.
I DIDN'T MEAN
NOTHIN' BY IT. YOU
OKAY?

UHH!

PIETRO!

BLAST
IT, IF YOU CAN'T
STRAP IN, GRAB ONTO
SOMETHING -- NOW!
AND CRYSTAL,
QUASAR --

JUST --
GET --
OFF!

"-- GET OUTSIDE AND
SEE WHAT YOU CAN DO
ABOUT THE CYCLONE!"

I'LL
STABILIZE THE
SHIP, CRYSTAL! YOUR
ELEMENTAL POWERS
MAKE YOU BEST
SUITED TO TACKLE
THE WINDS!

YOU'RE
OKAY IN MY
QUANTUM-FIELD,
RIGHT?

I'M
FINE. LET'S
DO IT!

5SQUARK:
PANTHER TO CAPTAIN
AMERICA! BLACK PANTHER
TO CAPTAIN ARE YOU 5SKX
THERE?

PLENTY,
BUT THOR SAYS
5KXX OTHER
FOUR NORN STONES
HAVE VANISHED,
AND REAPPEARED --
NEAR YOU!

ACKNOWLEDGED.
WE'LL BE READY!

PANTHER
5SKX
OUT!

OUTSIDE...

I'VE GOT THE QUINJET! BUT -- THE WINDS -- THEY'RE UNNATURAL! BARELY ABLE TO HOLD IT!

AND I'M NOT EVEN DOING THAT WELL! THE WIND -- I'M TRYING TO SET UP A COUNTER-FORCE --

-- BUT IT'S NO GOOD!

PERMISSION TO TRY SOMETHING, CAP?

ABSOLUTELY. HERCULES -- WANDA'S GOING TO NEED AN ANCHOR, TO KEEP HER IN THE SHIP! THAT'S YOU!

PIETRO -- HELP ME WITH THE WHEEL!

AND SO...

WHATEVER HAPPENS, HERC -- HANG ON! I'M GIVING IT ALL I'VE GOT --

THERE ARE THOSE WHO'VE DESCRIBED THE SCARLET WITCH'S MUTANT POWER AS AN ABILITY TO DISRUPT PROBABILITY --

-- BUT THAT HAS ALWAYS BEEN LESS THAN THE FULL TRUTH.

HER "HEX POWER", AS SHE CALLS IT, HAS TWISTED THE LAWS OF CHANCE -- BUT IT HAS ALSO DISRUPTED TIME, OR CREATED SUDDEN GUSTS OF FORCE.

AND TO THIS, OVER THE YEARS, SHE HAS ADDED SOME SMALL KNOWLEDGE OF THE ARCANES.

NNH!

HNH!

BUT WHATEVER IT IS SHE DOES TODAY --

-- BE IT MAGIC OR SCIENCE, PROBABILITY OR PASSION -- WHAT MATTERS IS --

NOW!



-- IT WORKS.

WE FLY SMOOTHLY
ONCE MORE, FAIR
WANDA -- THOU
HAST TRIUMPHED!
BUT-- ART THOU
WELL?

JUST --
A LITTLE ODD. I
FELT -- A PERSONALITY
IN THERE, AND I --
I COMMANDED
IT --

YOU
WERE GREAT,
WANDA! YOU
STOPPED IT
COLD!

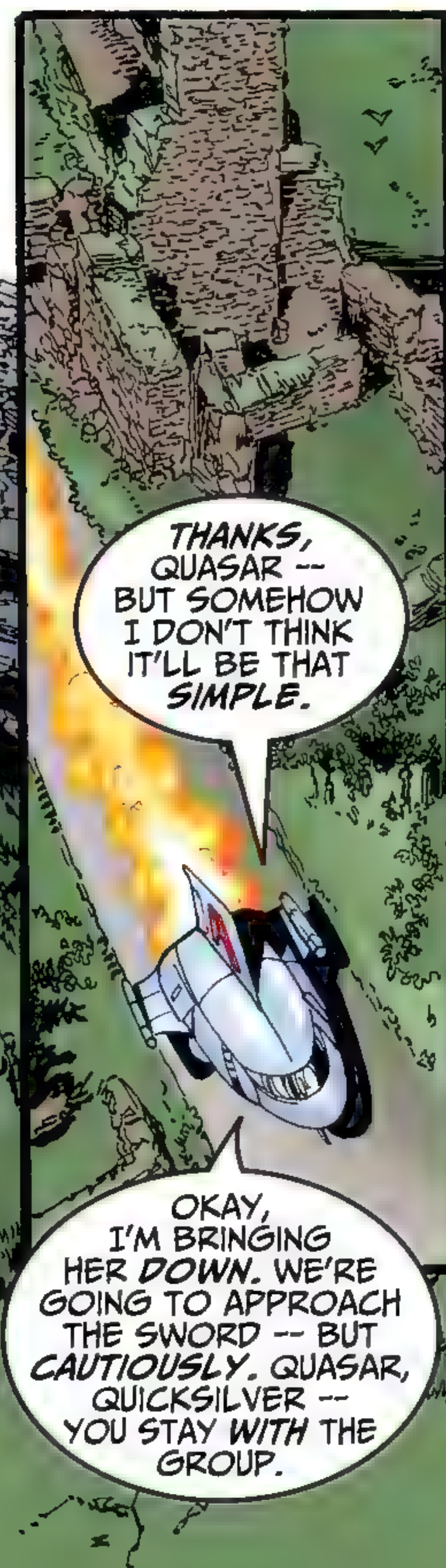


WE'RE NOT THROUGH
YET, AVENGERS! TAKE
A LOOK -- DEAD
AHEAD!



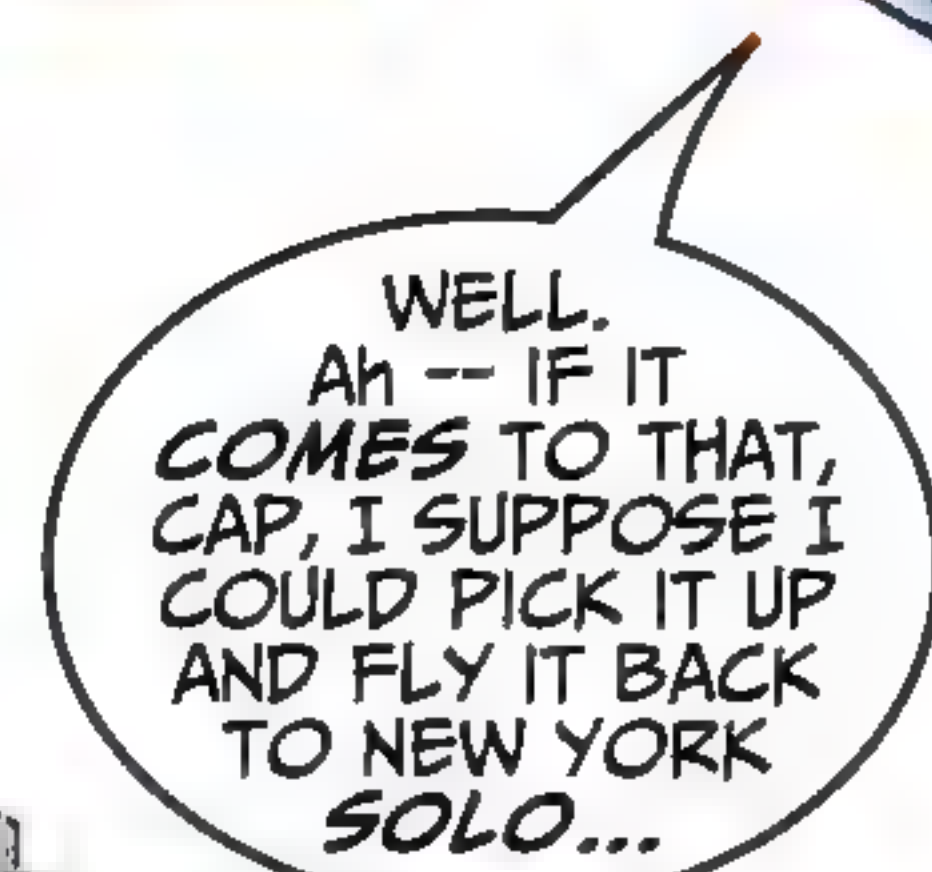
BY
THE HOOVES
OF PAN!

YOU SAID IT, HERCULES. THAT'S
GOT TO BE THE TWILIGHT
SWORD -- BUT THOR NEVER
TOLD US IT WAS THAT
BIG --!



THANKS,
QUASAR --
BUT SOMEHOW
I DON'T THINK
IT'LL BE THAT
SIMPLE.

OKAY,
I'M BRINGING
HER DOWN. WE'RE
GOING TO APPROACH
THE SWORD -- BUT
CAUTIOUSLY. QUASAR,
QUICKSILVER --
YOU STAY WITH THE
GROUP.



WELL.
Ah -- IF IT
COMES TO THAT,
CAP, I SUPPOSE I
COULD PICK IT UP
AND FLY IT BACK
TO NEW YORK
SOLO...



Uh, HERC -- I DIDN'T
HURT YOU OR NOTHIN',
DID I?

JUST
STAY AWAY,
FETID ONE! THE
STABLES OF AUGEA
THEMSELVES DID
NOT SMELL
SO --

HERCULES!
BUTTON IT!



UH, DENNIS -- HOW
ARE THINGS IN
ZEROTOWN? ARE
YOU --?

WE'RE OKAY,
CAP -- THANKS
FOR ASKIN'. WE
GOTTA SAVE THE
WATER FOR
DRINKIN', NOT
WASHIN' --

-- BUT
WE'LL MAKE IT
THROUGH THE
WINTER.

GOOD
MAN.

AT THAT
MOMENT --

HO,
AVENGERS!

WHAT?

WHO --?

LOKI?

NO!

GOOD
MORROW,
GENTLE HEROES. I
AM MOST SORRY TO
DISAPPOINT YOU --
BUT AS YOU SEE, I AM
NOT LOKI, NORSE
GOD OF EVIL.

NO, I
AM MORDRED,
SON OF ARTHUR
PENDRAGON, MORDRED
OF THE NORTHERN
ISLES -- PERHAPS
BETTER KNOWN TO
YOU AS --

-- MORDRED
THE EVIL!

I DO
HOPE OUR
LITTLE WINDSTORM
WASN'T UNDULY
TROUBLESOME. IN
SOOTH, IF NOT FOR
YOUR SUSPICIOUS
NATURE --

-- YOU'D
HAVE BEEN
WELCOMED
WITH OPEN
ARMS --

SNAPP

-- FOR
YOU BRING
US THAT WHICH
WE DO MOST
DESIRE!

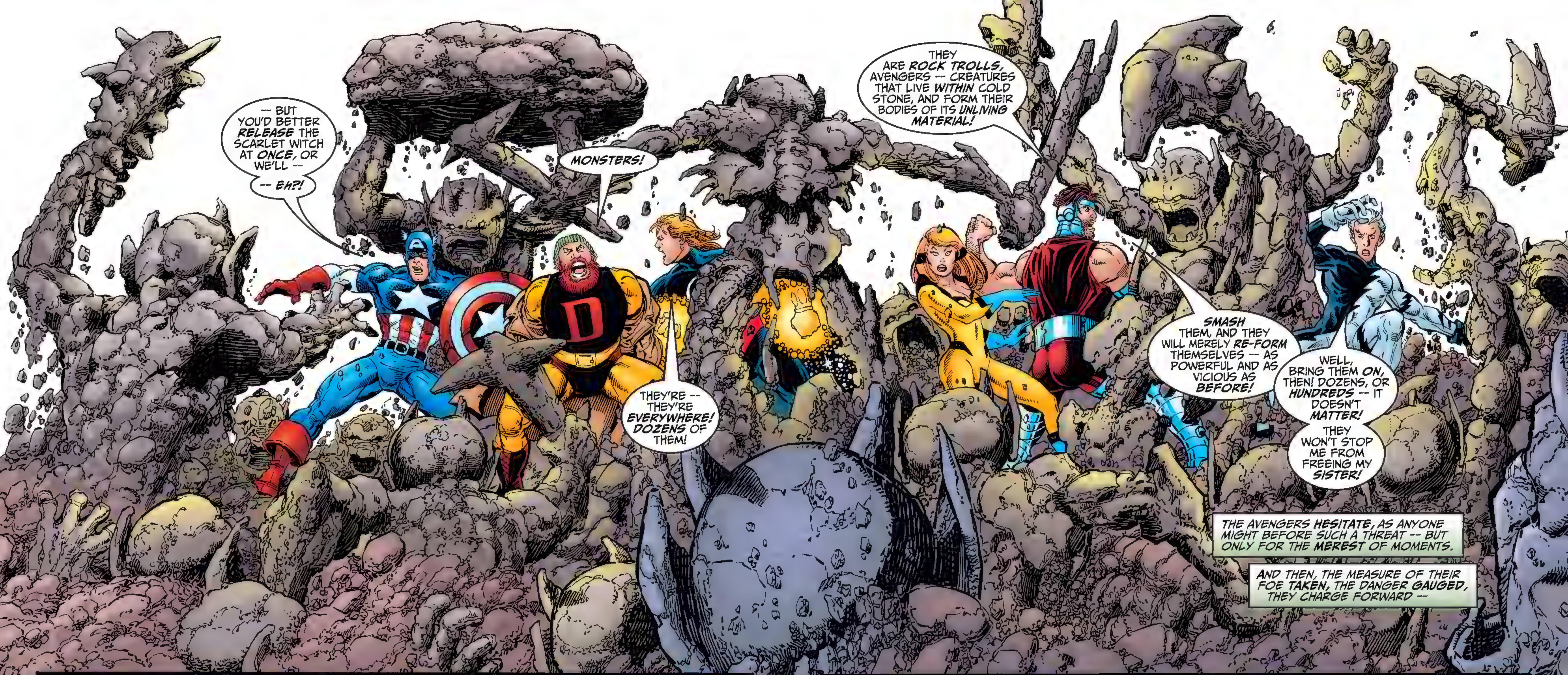
Wh? THE
GROUND!

Huh?

WANDA!

HB
M
F

I DON'T
KNOW WHAT
YOUR GAME IS,
MORDRED --



-- BUT YOU'D BETTER RELEASE THE SCARLET WITCH AT ONCE, OR WE'LL --
-- EH?!

MONSTERS!

THEY ARE ROCK TROLLS, AVENGERS -- CREATURES THAT LIVE WITHIN COLD STONE, AND FORM THEIR BODIES OF ITS UNLIVING MATERIAL!

THEY'RE -- THEY'RE EVERYWHERE! DOZENS OF THEM!

SMASH THEM, AND THEY WILL MERELY RE-FORM THEMSELVES -- AS POWERFUL AND AS VICIOUS AS BEFORE!

WELL, BRING THEM ON, THEN! DOZENS, OR HUNDREDS -- IT DOESN'T MATTER!

THEY WON'T STOP ME FROM FREEING MY SISTER!

THE AVENGERS HESITATE, AS ANYONE MIGHT BEFORE SUCH A THREAT -- BUT ONLY FOR THE MEREST OF MOMENTS.

AND THEN, THE MEASURE OF THEIR FOE TAKEN, THE DANGER GAUGED, THEY CHARGE FORWARD --



-- AND THE BATTLE IS JOINED!

GO, QUICKSILVER!

WE'LL RUN INTERFERENCE FOR YOU!

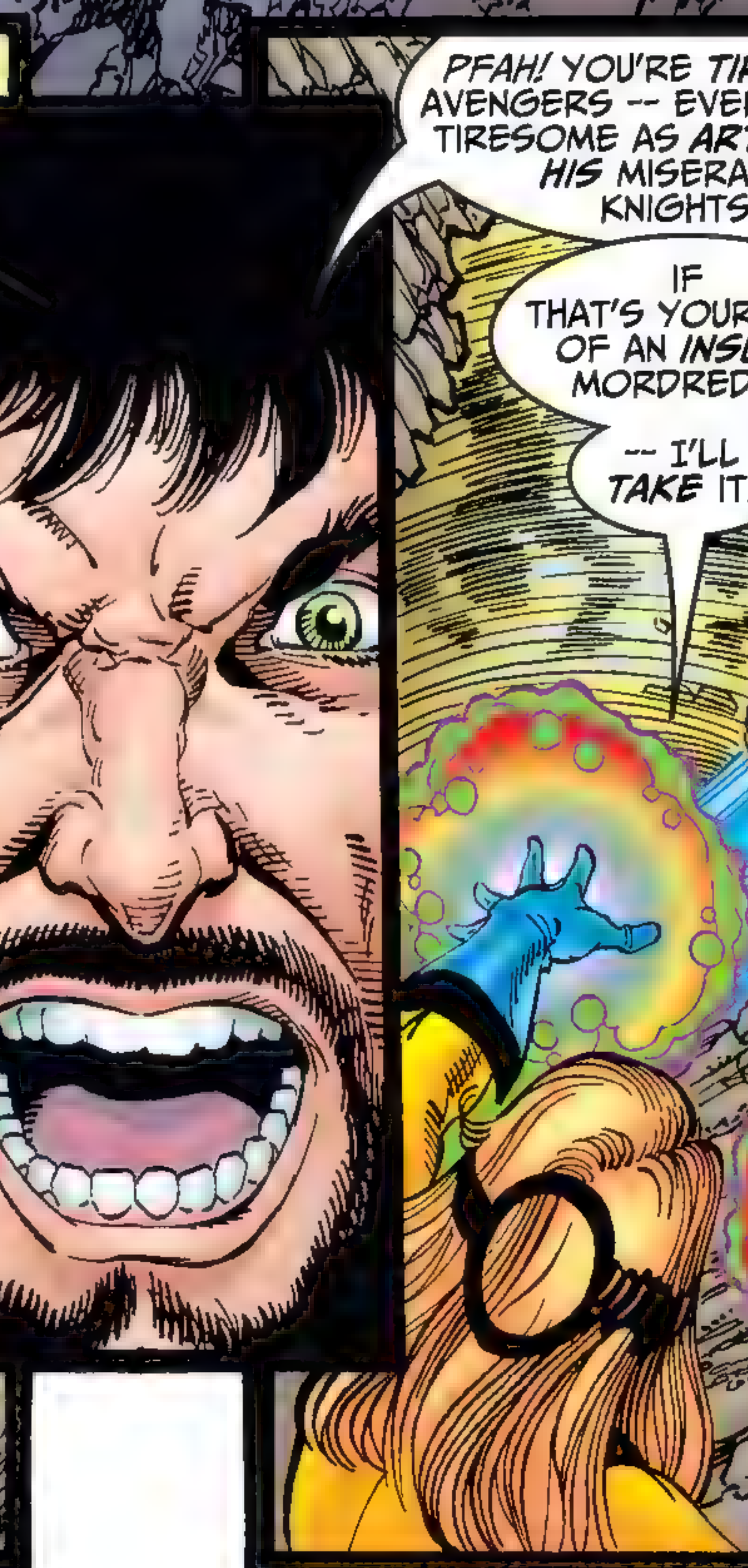


REALLY, AVENGERS -- SHOULDN'T YOU BE BEGGING FOR MERCY ABOUT NOW? ONLY A FOOL FIGHTS ON WHEN THERE IS NO CHANCE OF VICTORY!

MAYBE SO, FELLA -- BUT WE'LL GIVE IT A TRY ANYWAY!



BESIDES --
-- AVENGERS DON'T BEG!



PFAH! YOU'RE TIRESOME, AVENGERS -- EVERY INCH AS TIRESOME AS ARTHUR, AND HIS MISERABLE KNIGHTS!

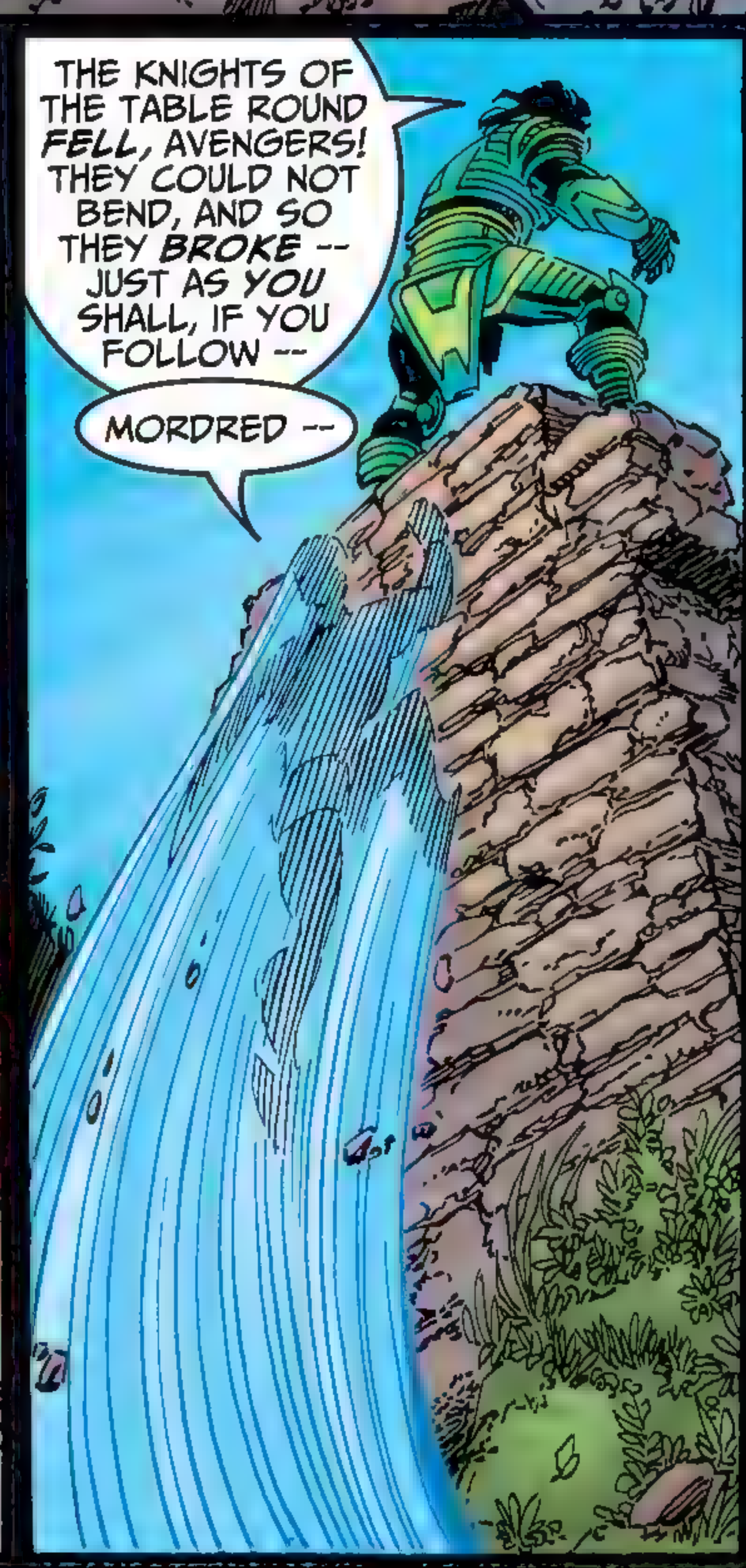
IF THAT'S YOUR IDEA OF AN INSULT, MORDRED --

-- I'LL TAKE IT!



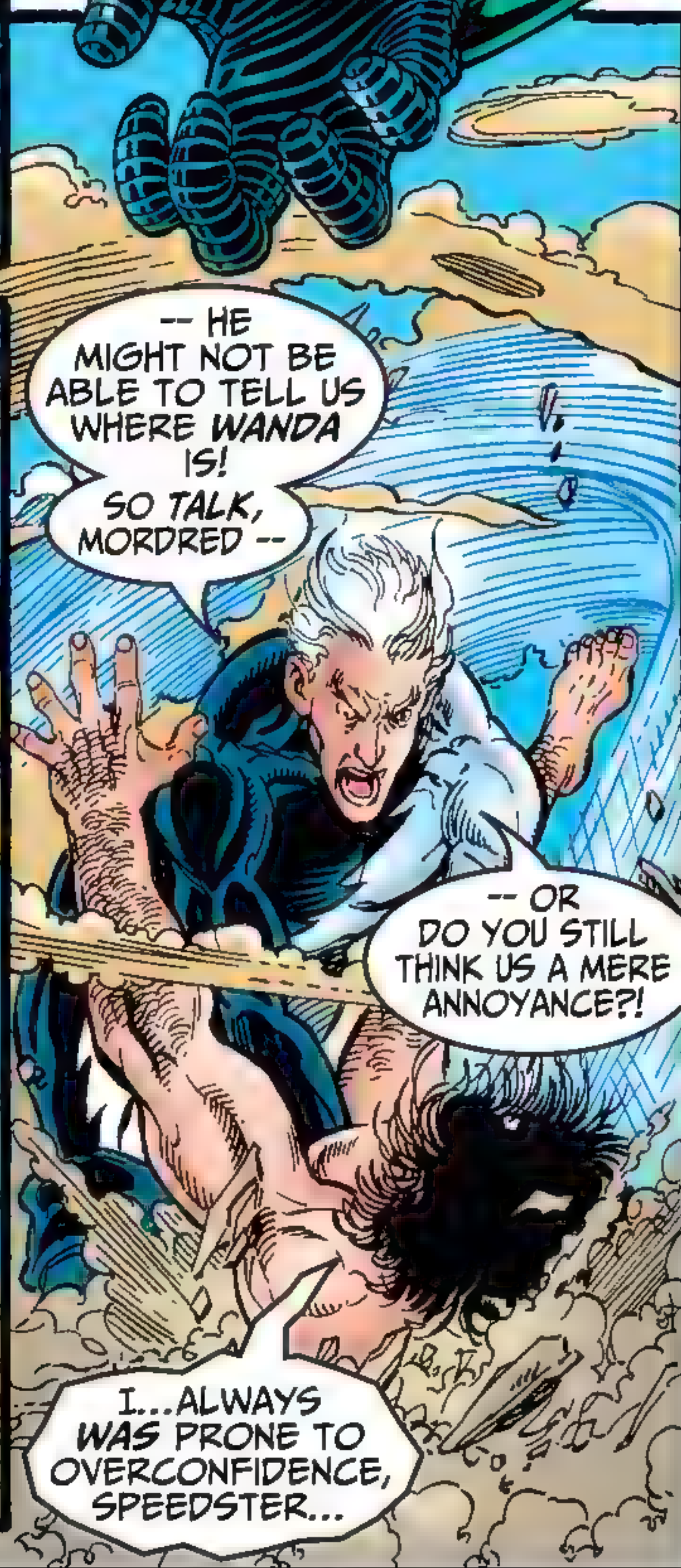
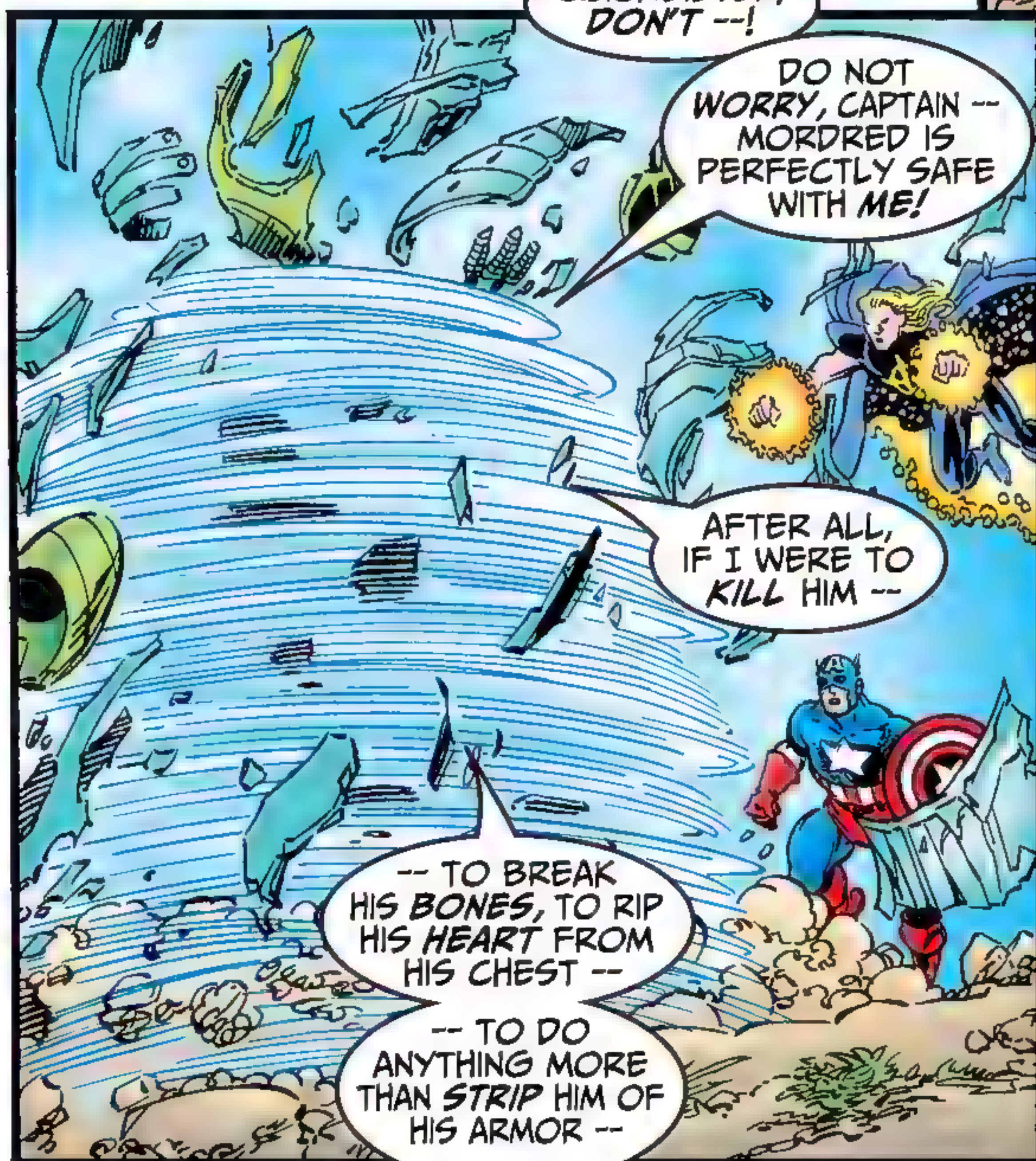
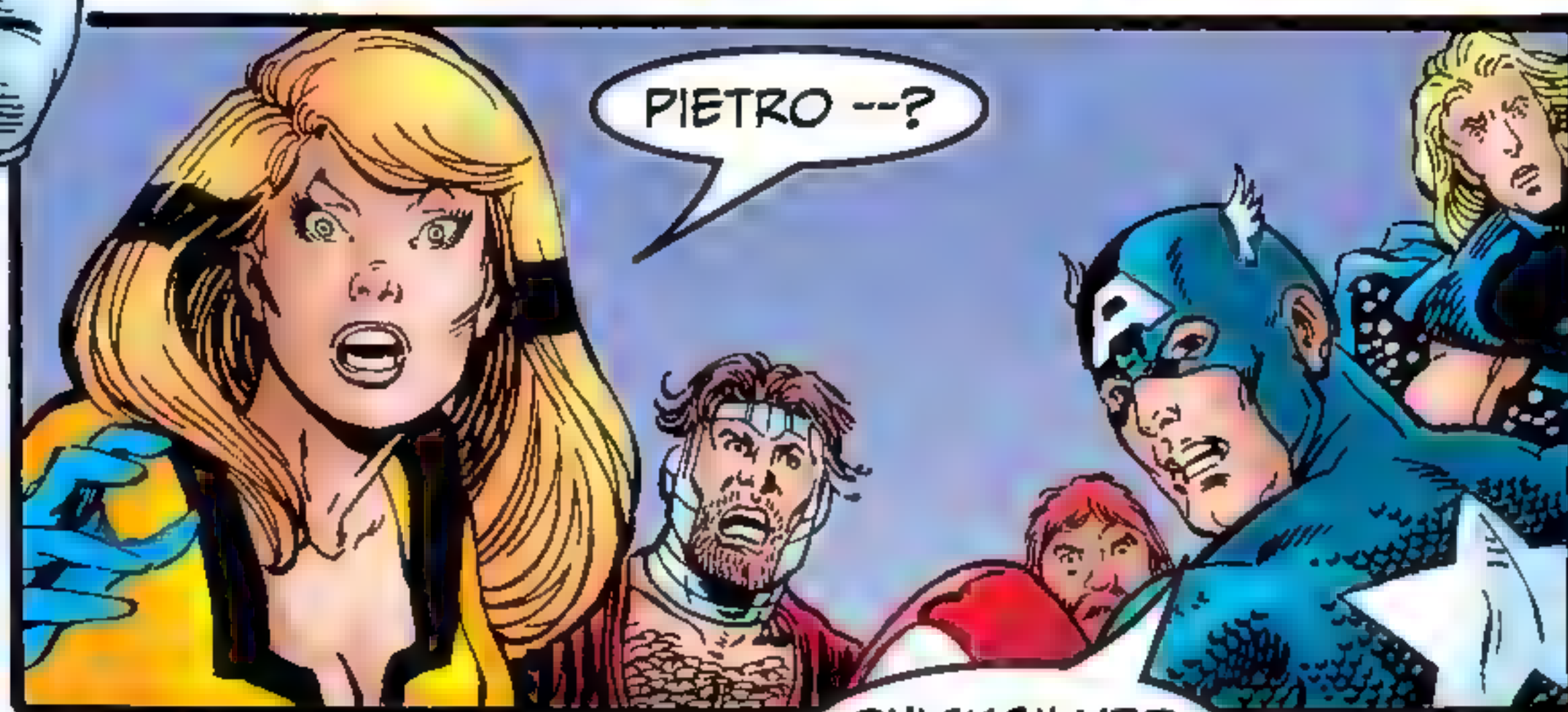
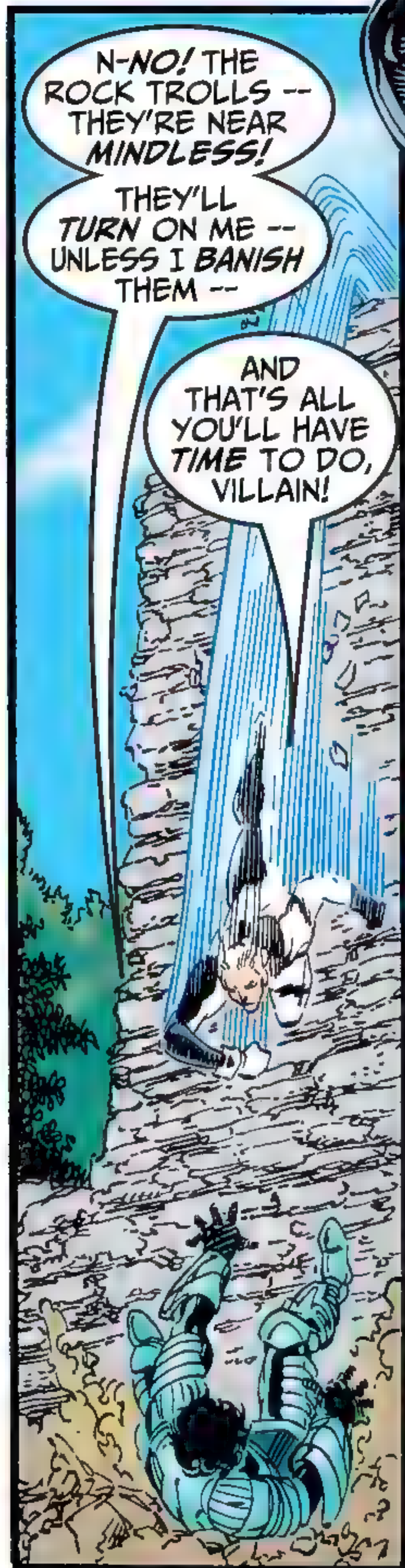
SO SAY WE ALL, FAIR CRYSTAL --

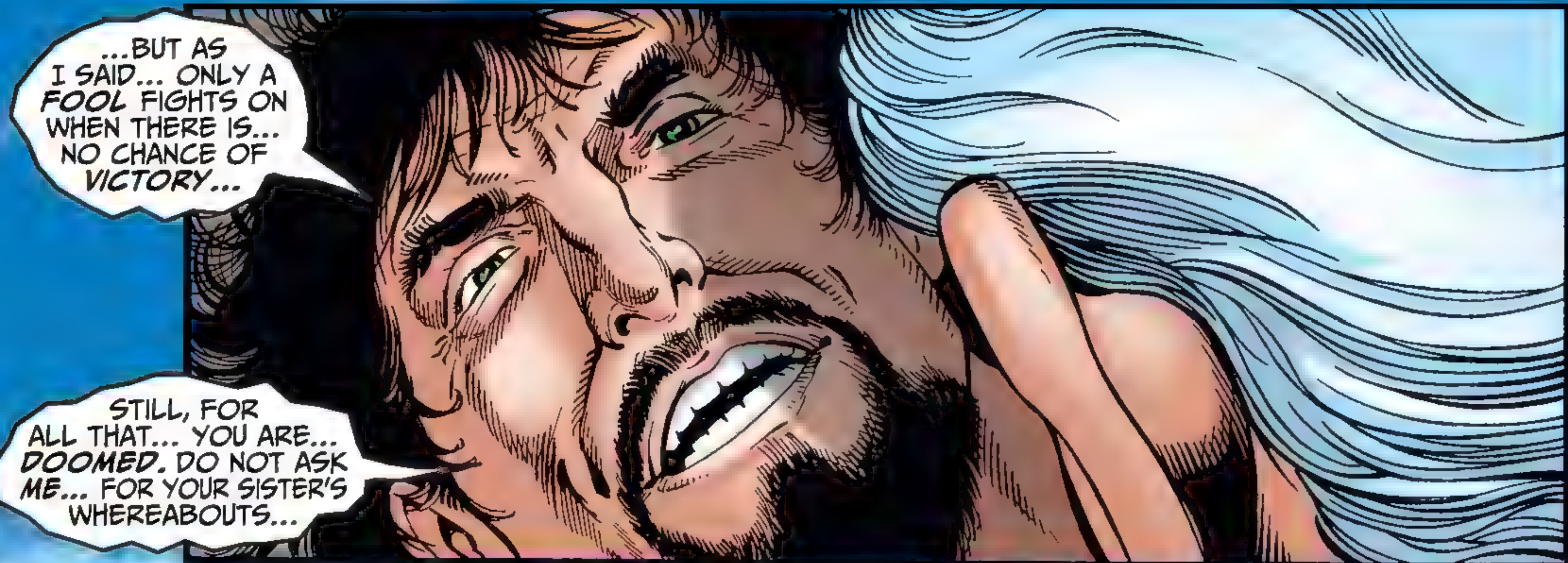
-- SO SAY WE ALL!



THE KNIGHTS OF THE TABLE ROUND FELL, AVENGERS! THEY COULD NOT BEND, AND SO THEY BROKE -- JUST AS YOU SHALL, IF YOU FOLLOW --

MORDRED --





...BUT AS I SAID... ONLY A FOOL FIGHTS ON WHEN THERE IS... NO CHANCE OF VICTORY...

STILL, FOR ALL THAT... YOU ARE... DOOMED. DO NOT ASK ME... FOR YOUR SISTER'S WHEREABOUTS...



...ASK HER.

YES, AVENGERS -- ME!

AND I COULD HAVE SWORN IT WAS LOKI...

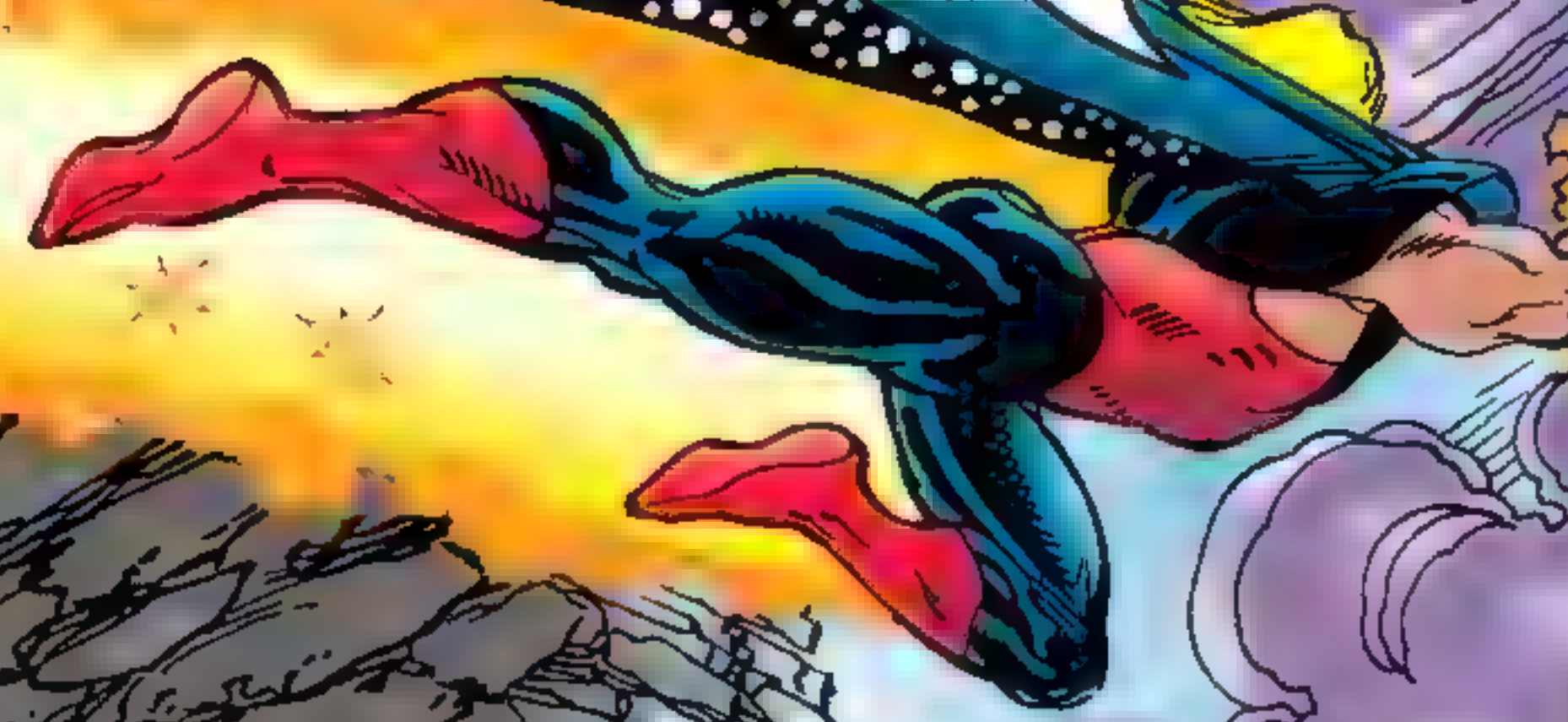
HER?

I RECOGNIZE HER FROM THE AVENGERS FILES, CAP! THAT'S **MORGAN LE FAY** --

-- THE CELTIC SORCERESS WHO'S BEEN TRYING TO TAKE OVER THE WORLD FOR FOURTEEN HUNDRED YEARS! AND AROUND HER NECK -- THOSE ARE THE **NORN STONES**!



HOW PERCEPTIVE OF YOU, YOUNG KNIGHT! YES, IT'S TRUE -- I AM THE ULTIMATE AUTHOR OF ALL YOUR MISFORTUNES!



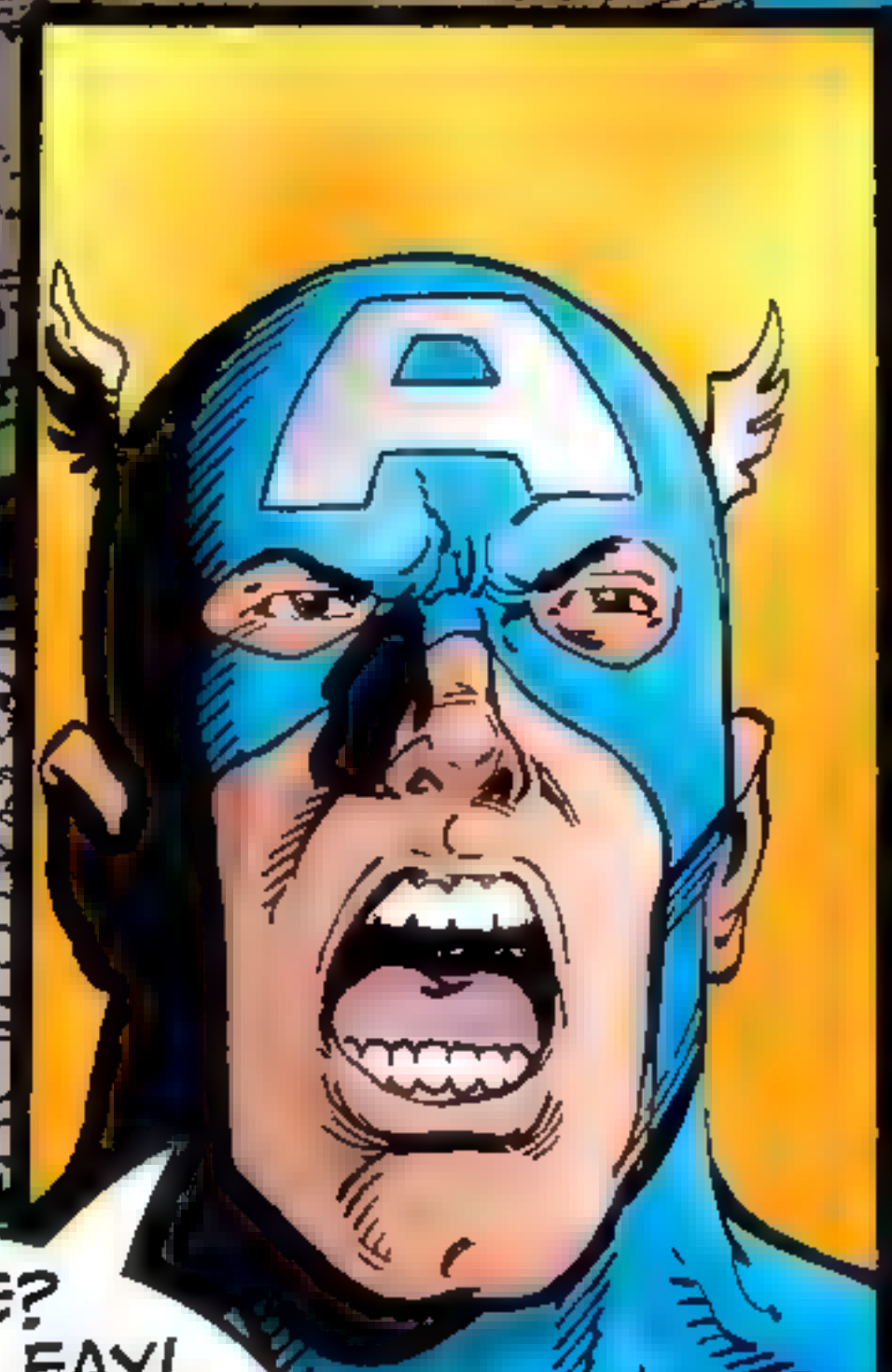
MY NEPHEW, MORDRED, WANTED HIS CHANCE TO HUMBLE YOU -- AND WHAT LOVING AUNT COULD REFUSE SUCH A REQUEST?

STILL, I NEVER EXPECTED HIM TO DEFEAT YOU -- NOR DID IT MATTER IF HE DID! ALL THAT MATTERED WAS THAT YOU PLAY YOUR PART CORRECTLY --

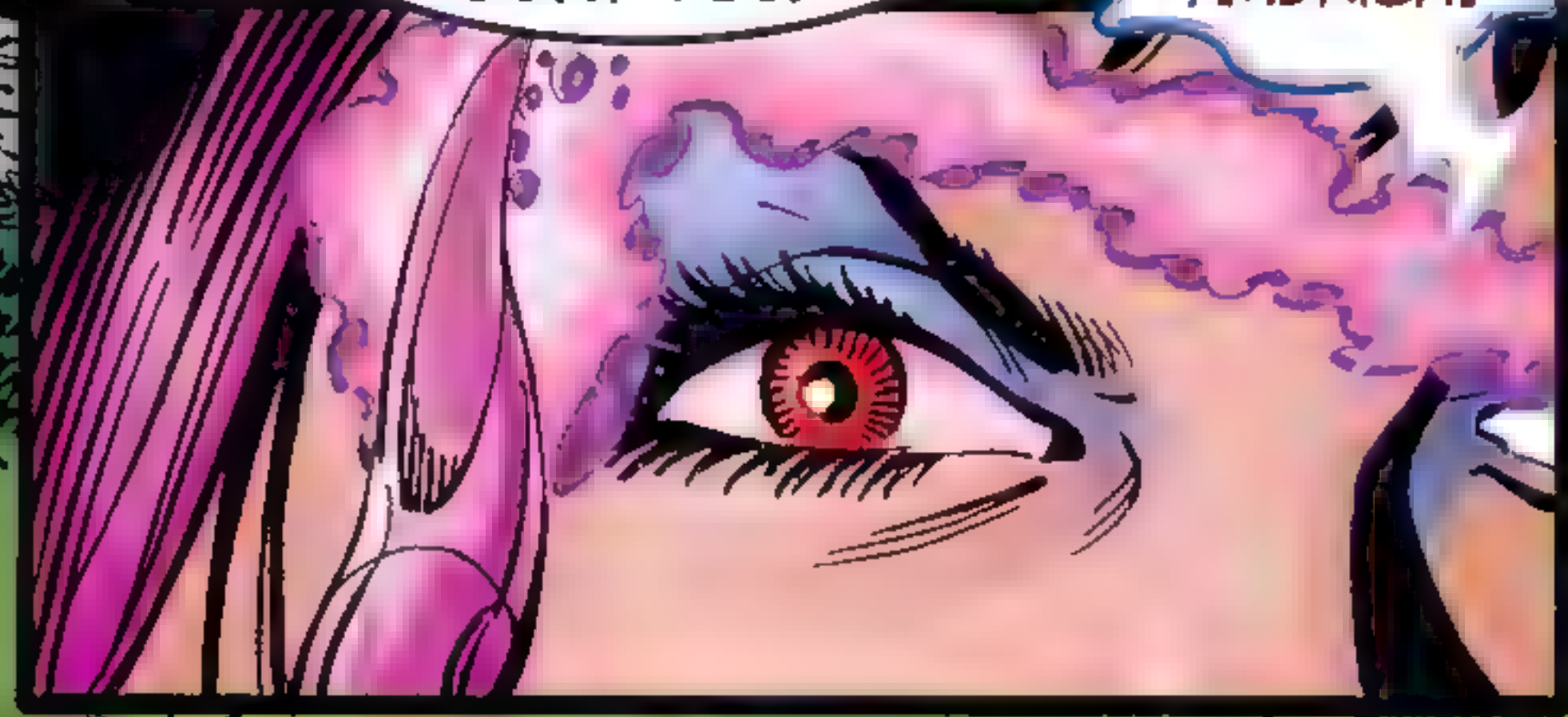
-- AND IN THAT, YOU'VE PROVED MOST COOPERATIVE!



COOPERATIVE? FORGET IT, LE FAY! YOU HAVE THE UPPER HAND NOW -- BUT WE'LL FIND A WAY TO BEAT YOU!



OH, SO, CAPTAIN AMERICA?





YOU'LL FIGHT, I'M SURE -- YOU ALWAYS DO.

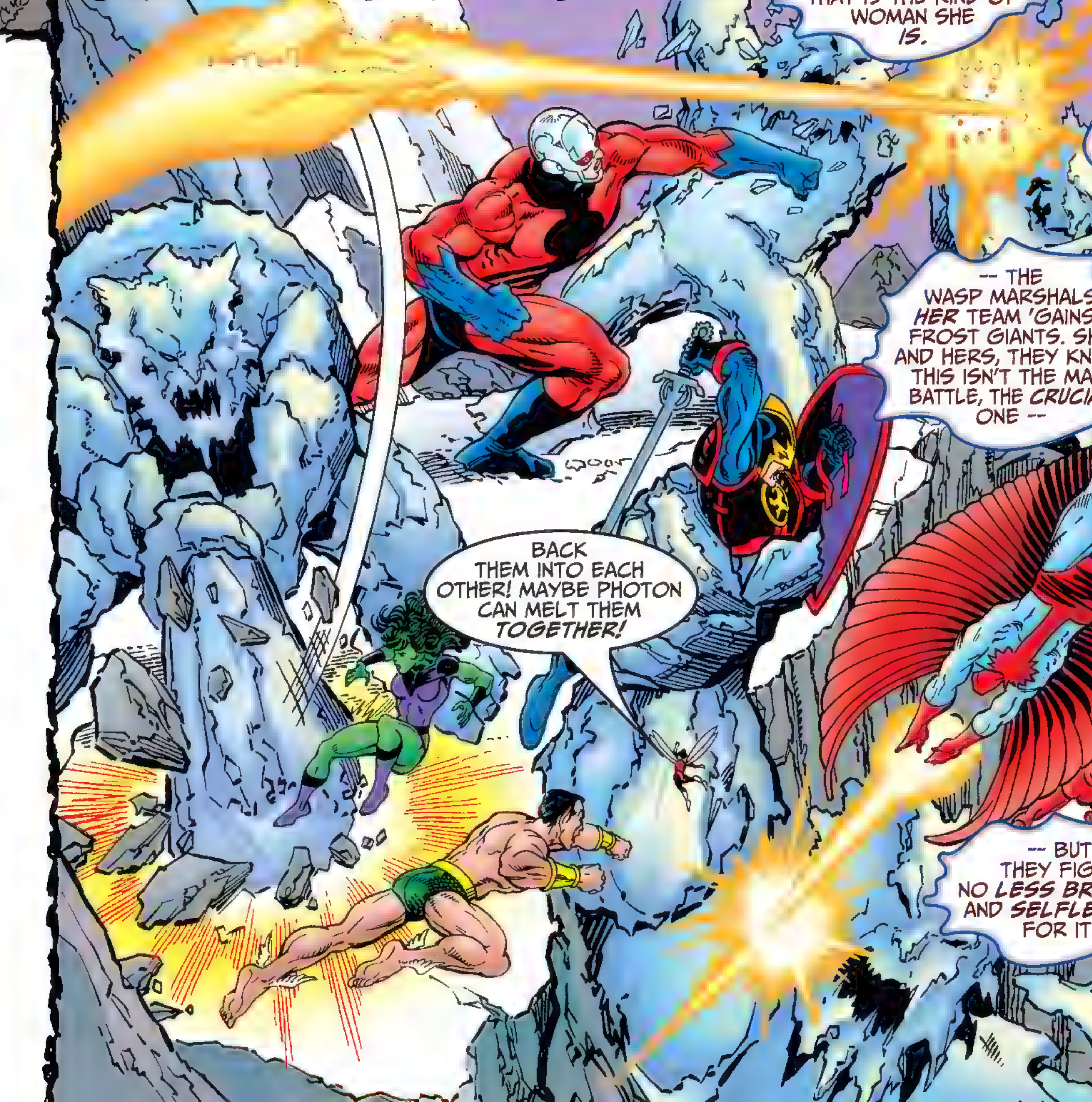
FIRESTAR, JUSTICE, MAGDALENE -- KEEP AT IT!

PULL, RAGE -- IT'LL BE WEAKER ON LAND!

EVEN NOW, YOUR FELLOWS BATTLE MY MINIONS AROUND THE WORLD.

YOUR BLACK WIDOW -- LOATH SHE MAY BE TO LEAD AVENGERS ONCE MORE, BUT THERE SHE IS IN THE SOUTH PACIFIC --

-- COMMANDING THE ATTACK ON THE MIDGARD SERPENT. THAT IS THE KIND OF WOMAN SHE IS.

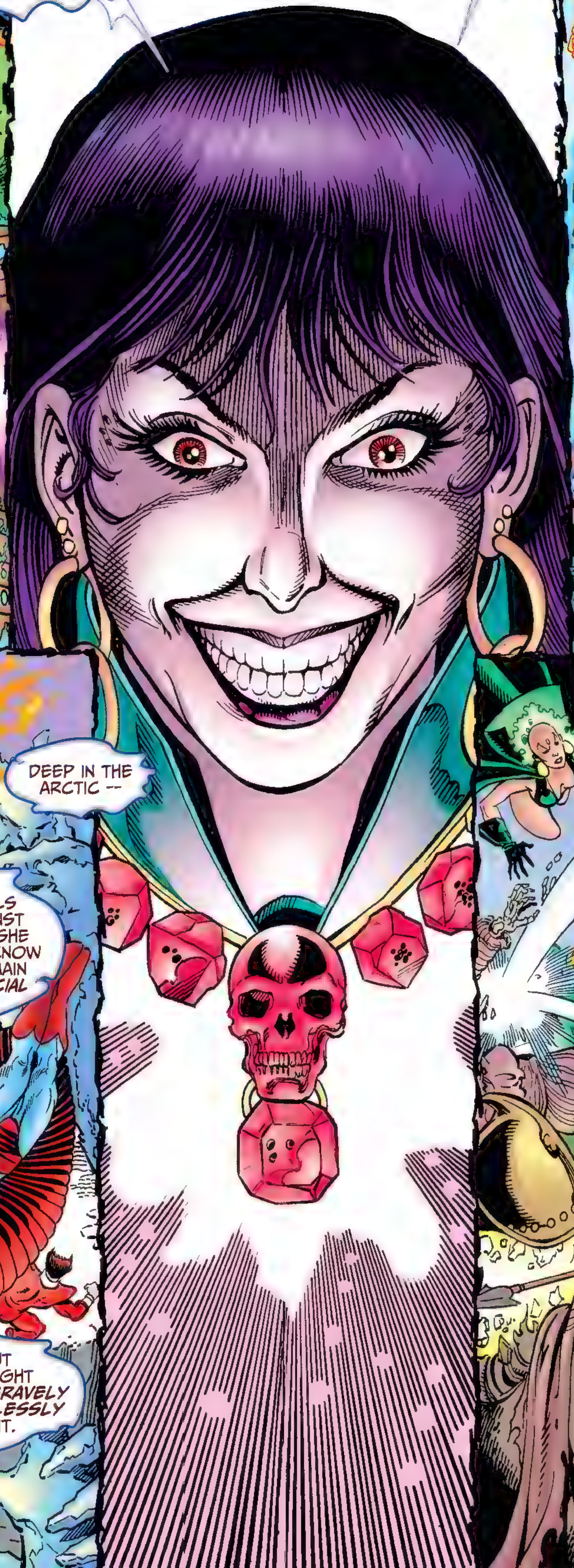


BACK THEM INTO EACH OTHER! MAYBE PHOTON CAN MELT THEM TOGETHER!

-- THE WASP MARSHALS HER TEAM 'GAINST FROST GIANTS. SHE AND HER, THEY KNOW THIS ISN'T THE MAIN BATTLE, THE CRUCIAL ONE --

-- BUT THEY FIGHT NO LESS BRAVELY AND SELFLESSLY FOR IT.

DEEP IN THE ARCTIC --



AND OF COURSE, NOT ALL MY MINIONS ARE THE ASGARDIANS I LURED HERE AFTER I LEARNED OF ASGARD'S DESTRUCTION. IN EQUATORIAL AFRICA --

-- IRON MAN SPEARHEADS HIS DETERMINED BAND AGAINST MY OLD ALLIES THE FOMOR --

EY, THESE AREN'T NORSE BEINGS! I'M DOING COMPARATIVE MYTHOLOGY THIS SEMESTER --

-- AN' THEY'RE CELTIC!

THAT'S NICE, LIGHTNING! HIT 'EM ANYWAY!

-- CURSING UNDER HIS BREATH ALL THE WHILE, BUT NEVER FLAGGING.

AND IN CENTRAL AMERICA, REANIMATED CONQUISTADORS BEDEVIL THOR AND HIS COMPANIONS.

WHOA, TROOPS! WHAT'D WE EVER DO TO TICK RAY HARRYHAUSEN OFF?



UNFORTUNATE, OF COURSE, THAT THOR COULDN'T FACE FAMILIAR FOES, OR THE BLACK PANTHER FIGHT ON HOME GROUND --

-- BUT AVENGERS DON'T PICK AND CHOOSE, DO THEY? THEY DO WHAT MUST BE DONE, FIGHTING FOR JUSTICE, FOR LIBERTY --

-- FOR ALL THOSE WONDERFUL ABSTRACT CONCEPTS. AND I'M SURE BOTH YOU AND THEY COULD WIN, TOO --



-- WERE IT NOT ALREADY TOO LATE.

TOO LATE..?

I'M AFRAID SO, AVENGERS.

I CONFESS -- MORDRED'S ATTACK WASN'T MERELY TO ASSUAGE HIS EGO --

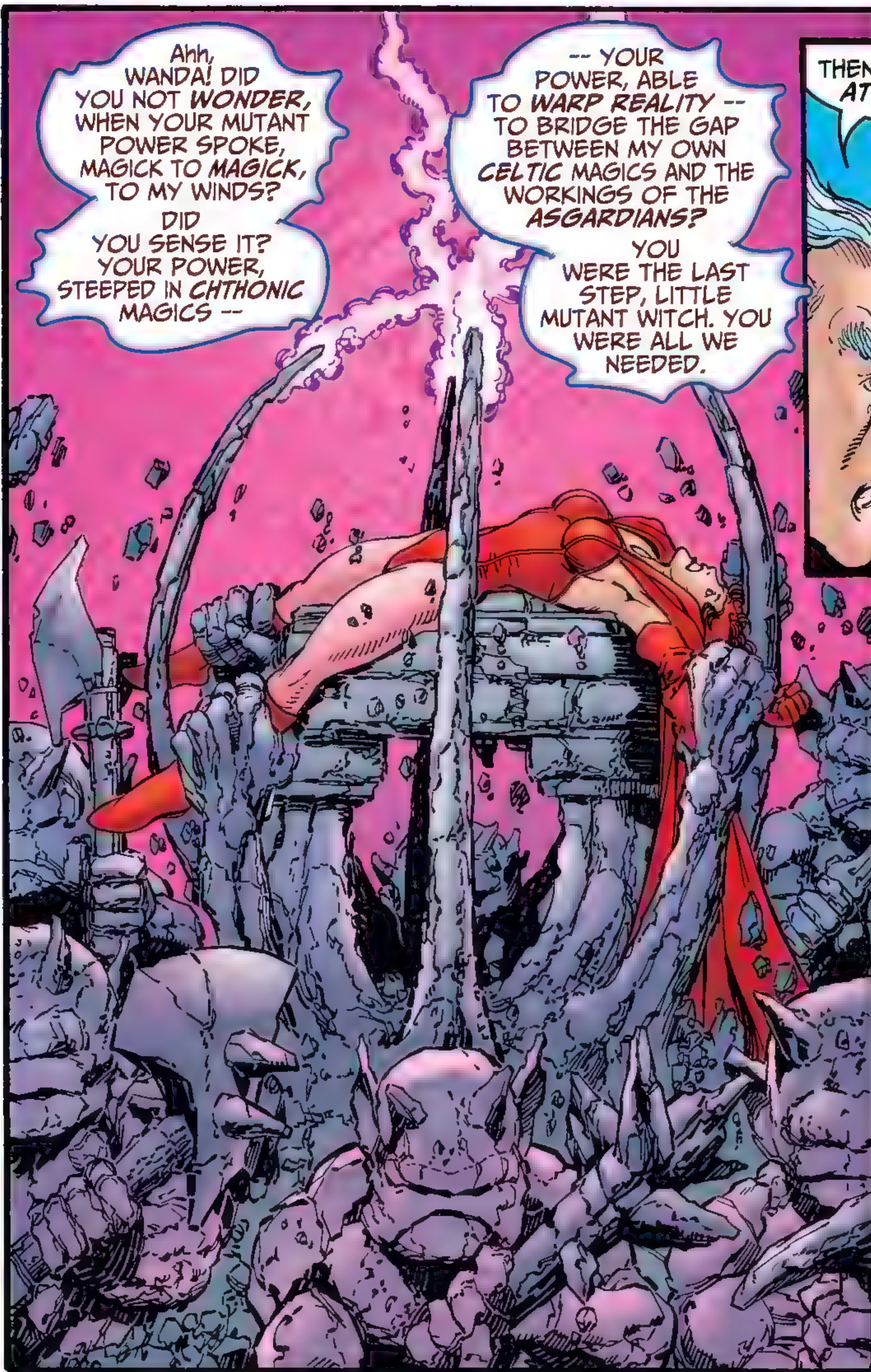
-- BUT TO GAIN ME TIME.



FOR MY HERITAGE RUNS CLOSE ENOUGH TO THAT OF THE DARK ELVES OF SVARTALFHEIM TO WIELD THE ASGARDIAN NORN STONES --

-- BUT NOT THE TWILIGHT SWORD. OR AT LEAST --

-- NOT UNTIL NOW!

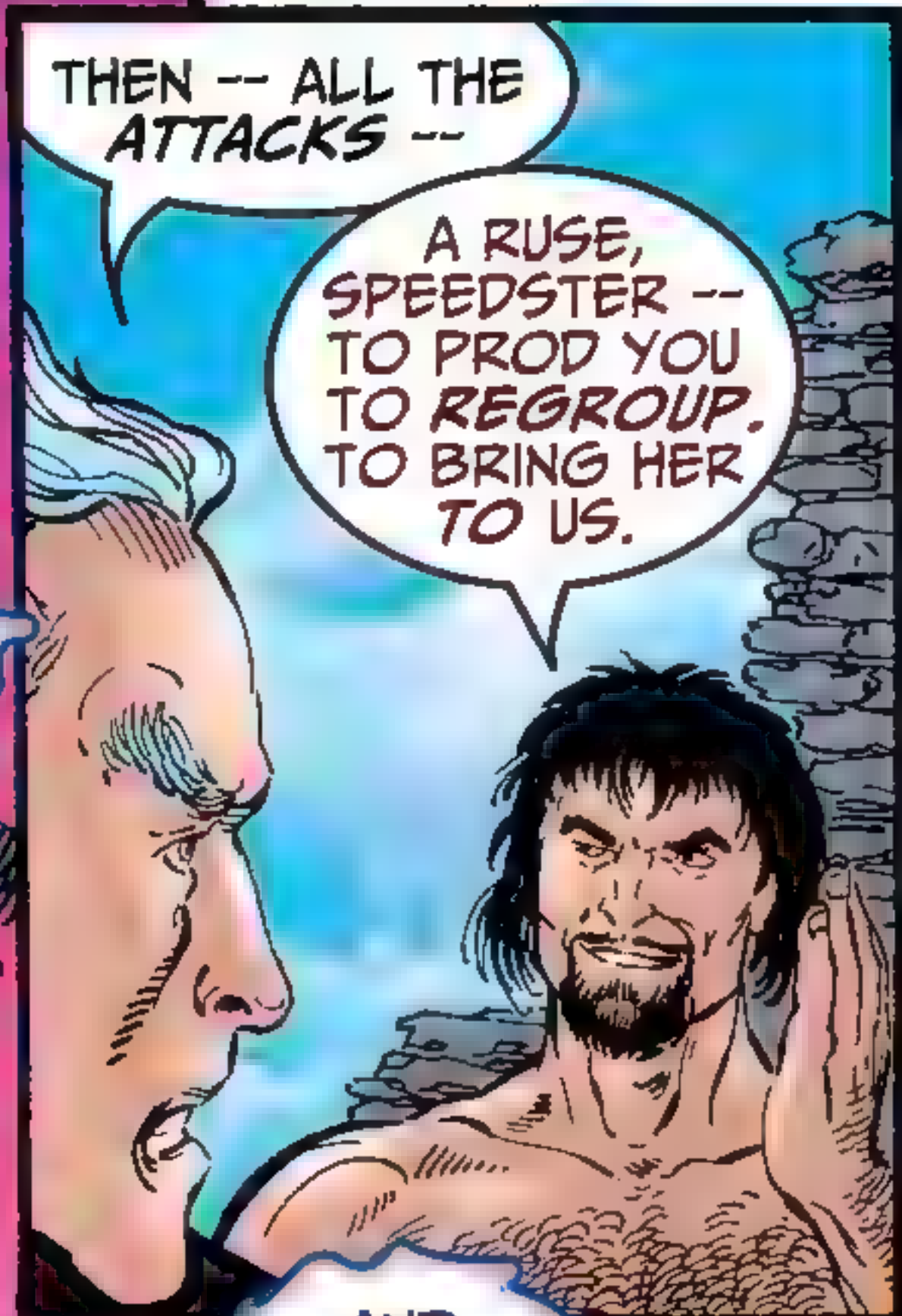


Ahh, WANDA! DID YOU NOT WONDER, WHEN YOUR MUTANT POWER SPOKE, MAGICK TO MAGICK, TO MY WINDS?

DID YOU SENSE IT? YOUR POWER, STEEPED IN CHTHONIC MAGICS --

-- YOUR POWER, ABLE TO WARP REALITY -- TO BRIDGE THE GAP BETWEEN MY OWN CELTIC MAGICS AND THE WORKINGS OF THE ASGARDIANS?

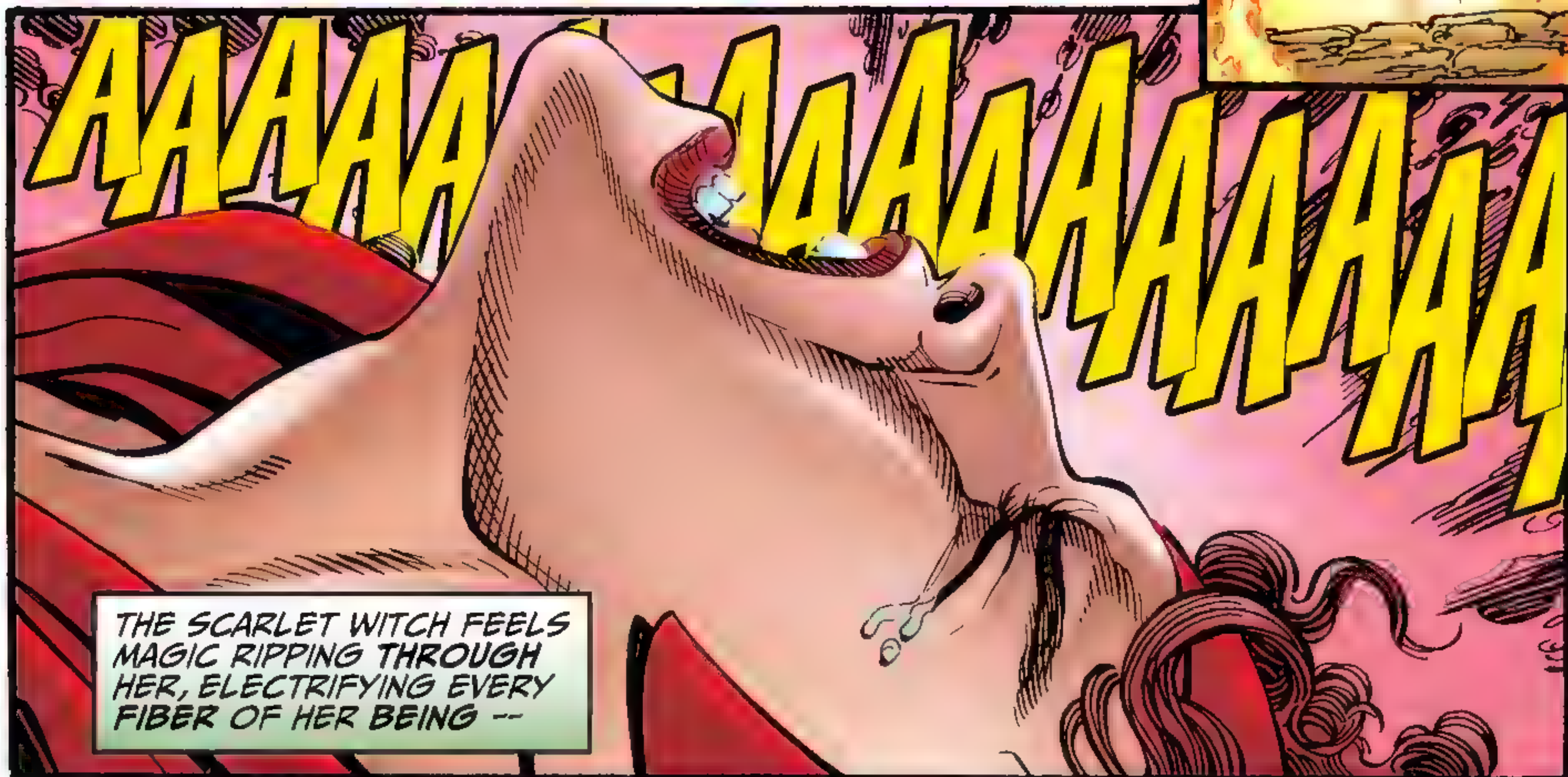
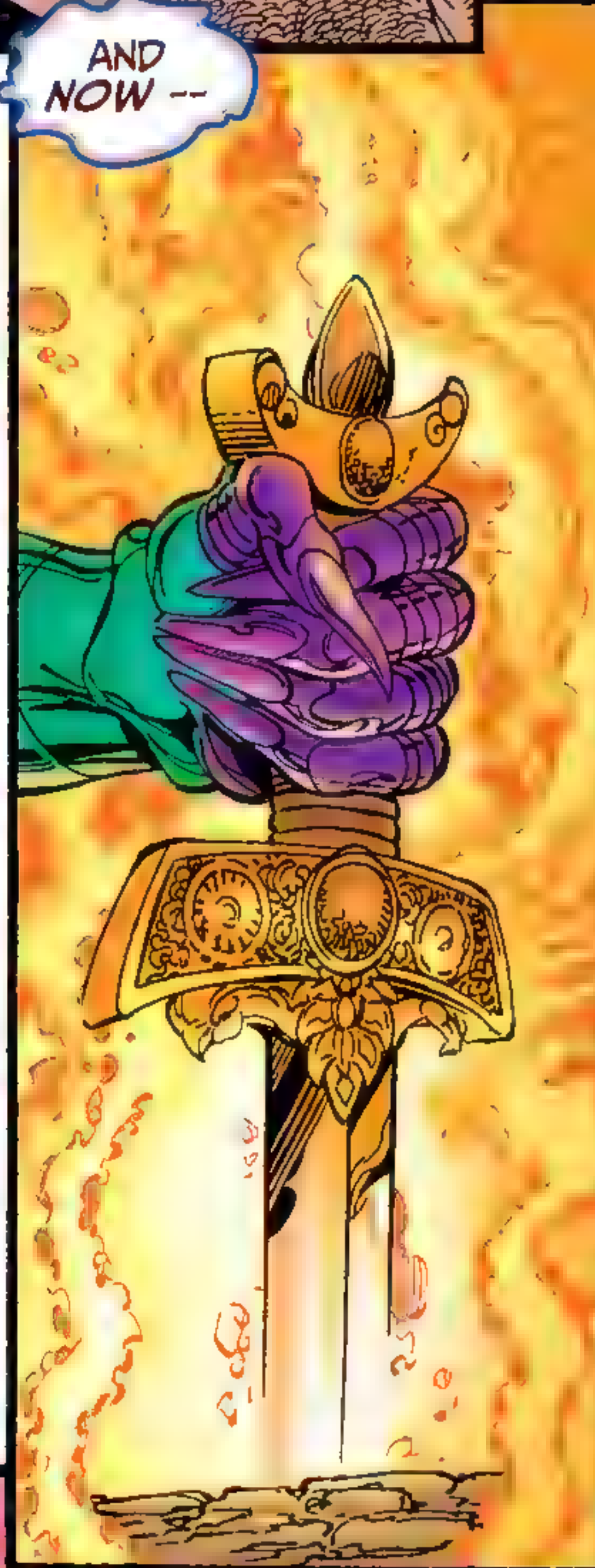
YOU WERE THE LAST STEP, LITTLE MUTANT WITCH. YOU WERE ALL WE NEEDED.



THEN -- ALL THE ATTACKS --

A RUSE, SPEEDSTER -- TO PROD YOU TO REGROUP. TO BRING HER TO US.

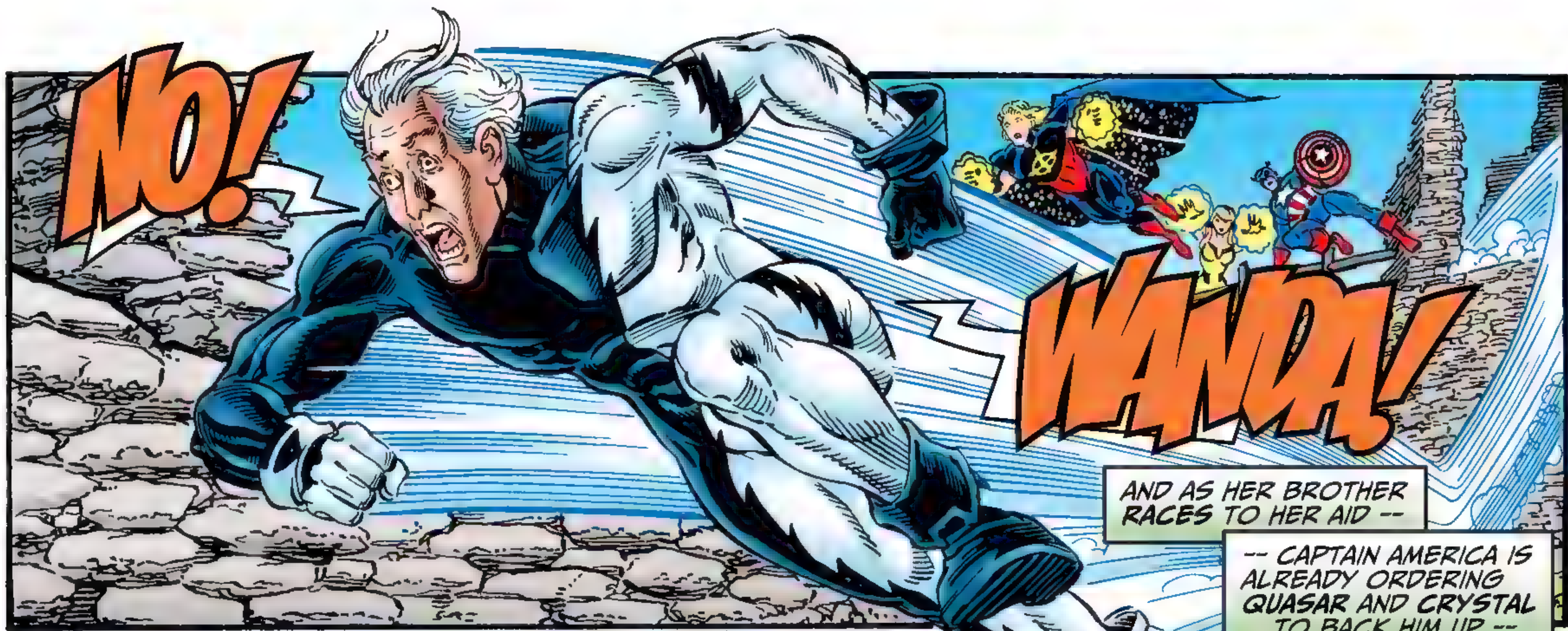
AND NOW --



AAAAA AAAAA AAAAAA

THE SCARLET WITCH FEELS MAGIC RIPPING THROUGH HER, ELECTRIFYING EVERY FIBER OF HER BEING --

RRRMBLL

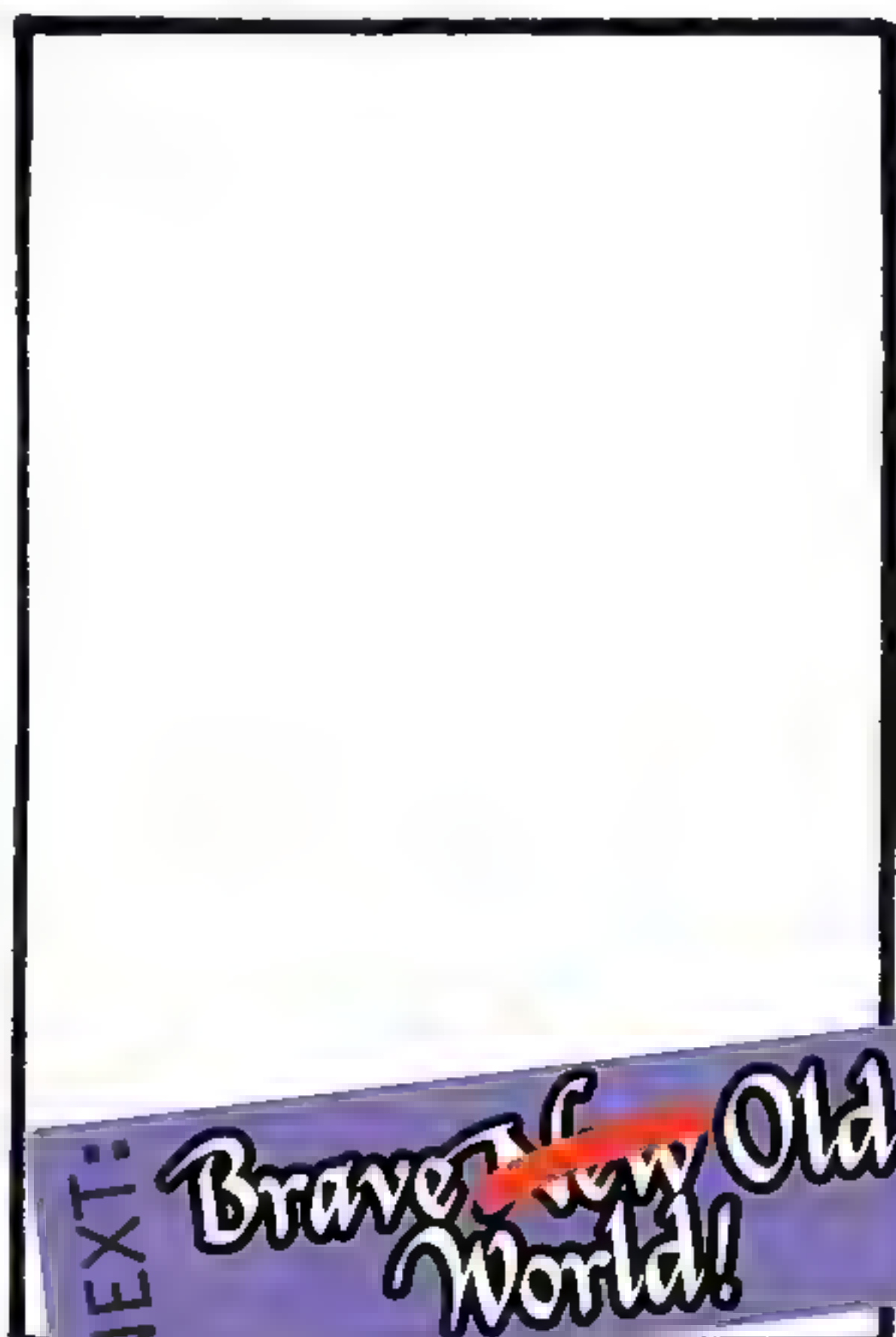


AND AS HER BROTHER
RACES TO HER AID --

-- CAPTAIN AMERICA IS
ALREADY ORDERING
QUASAR AND CRYSTAL
TO BACK HIM UP --



AND THE SWORD
COMES DOWN,
CLEAVING THE
SKY, CLEAVING
REALITY --



NEXT: *Brave New Old World!*

MARVEL
COMICS

HEROES RETURN

the

AVENGERS

MAR
#2

APPROVED BY THE
COMICS
CODE
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BUSIEN
PEREZ
VEY

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WELCOME TO TINTAGEL
HEAD, OFF THE COAST
OF CORNWALL.

THE YEAR IS 1998, AND THIS
TOWN, THIS NOBLE CASTLE,
IS THE SEAT OF GOVERNMENT
FOR THE ENTIRETY OF THE
CIVILIZED WORLD.

HERE, QUEEN MORGAN THE
FIRST OVERSEES HER LANDS
AND DOMINIONS, ISSUES HER
DECREES, METES OUT
JUSTICE AND MORE.

AND ALL OF THE CITIZENRY LOVE
THE FAIR AND PROTECTIVE RULE
OF QUEEN MORGAN LE FAY --

-- THEY LOVE IT,
OR THEY DIE IN
HER DUNGEONS...



COWARD!
BY TH' TIME THE
GUARD FINDS THEIR
HORSES SOLD
T' THE PICTS,
WE'LL --

OUT WI'
YE, OSBERT! AN'
YOU TOO, WILLEM!
YE'RE DRUNK AS
LORDS, THE BOTH
OF YE!

I'LL
NOT HA' MY
TAVERN **BROKEN**
UP WHEN YOUR
LOOSE TONGUES
BRING THE
GUARD IN TO
ARREST
YE!

OOF!

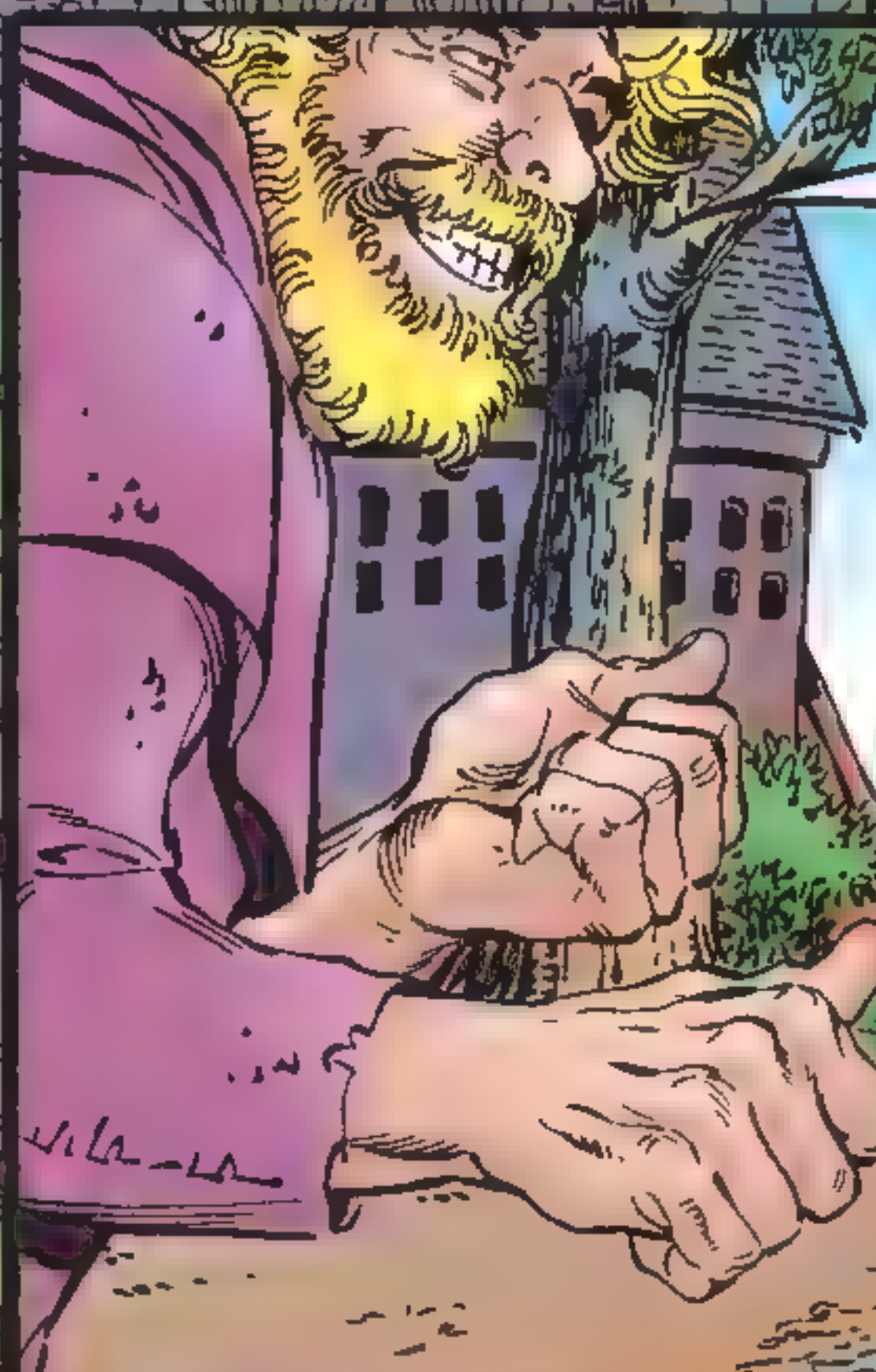
WHISHT,
OSBERT, WHISHT!
NOT SO LOUD!

WE'LL JUS'
SPEND OUR COIN
ELSEWHERE --
AN' IT'LL BE YUIR
LOSS, YOU
HEAR ME?
YUIR --



SURE AN' WE'LL BE
FLEEING T'JOIN THE
PICTS **OURSELVES**,
OSBERT -- AN' YOU
DON'T LEARN TO
STILL THAT MOUTH
O' YOURS.

I SWEAR,
THE TINIEST
DROP OF ALE IN
YOU, AN' -- **OHO!**
MY GOOD
FRIEND --



-- DO YOU
SEE WHAT I
SEE?

I DO
THAT, WILLEM.
A FINE AN'
LUSTY PAIR O'
LADIES --

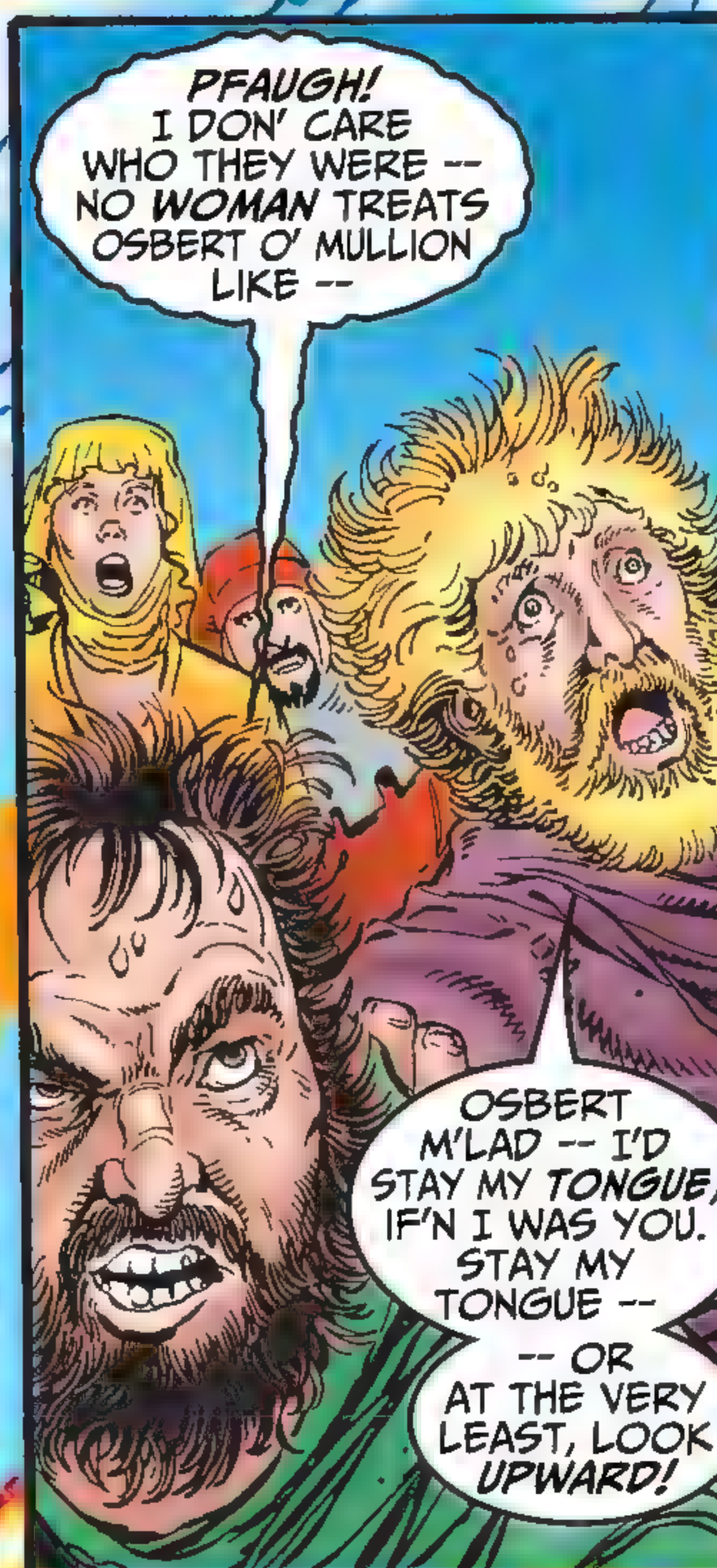
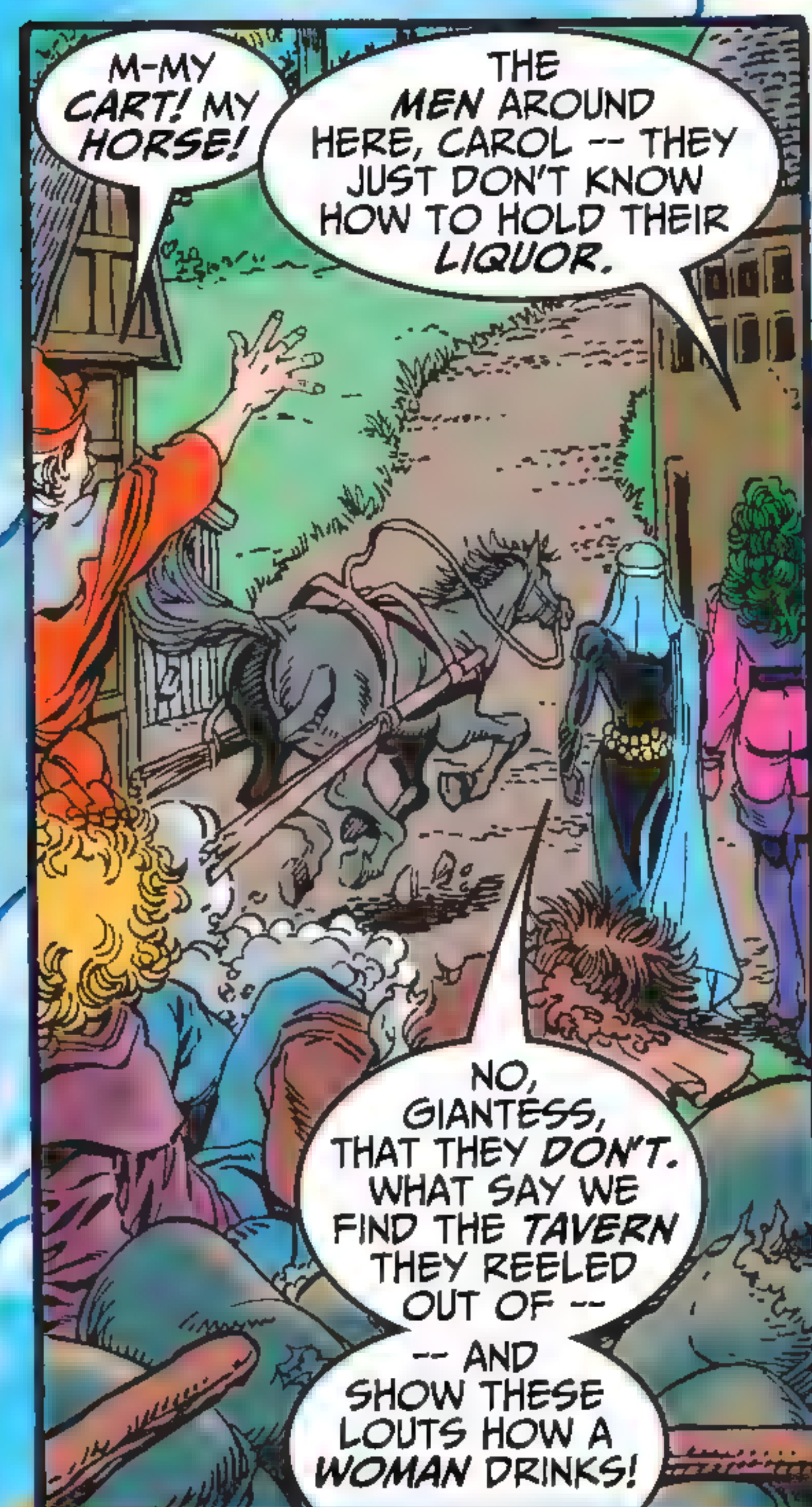
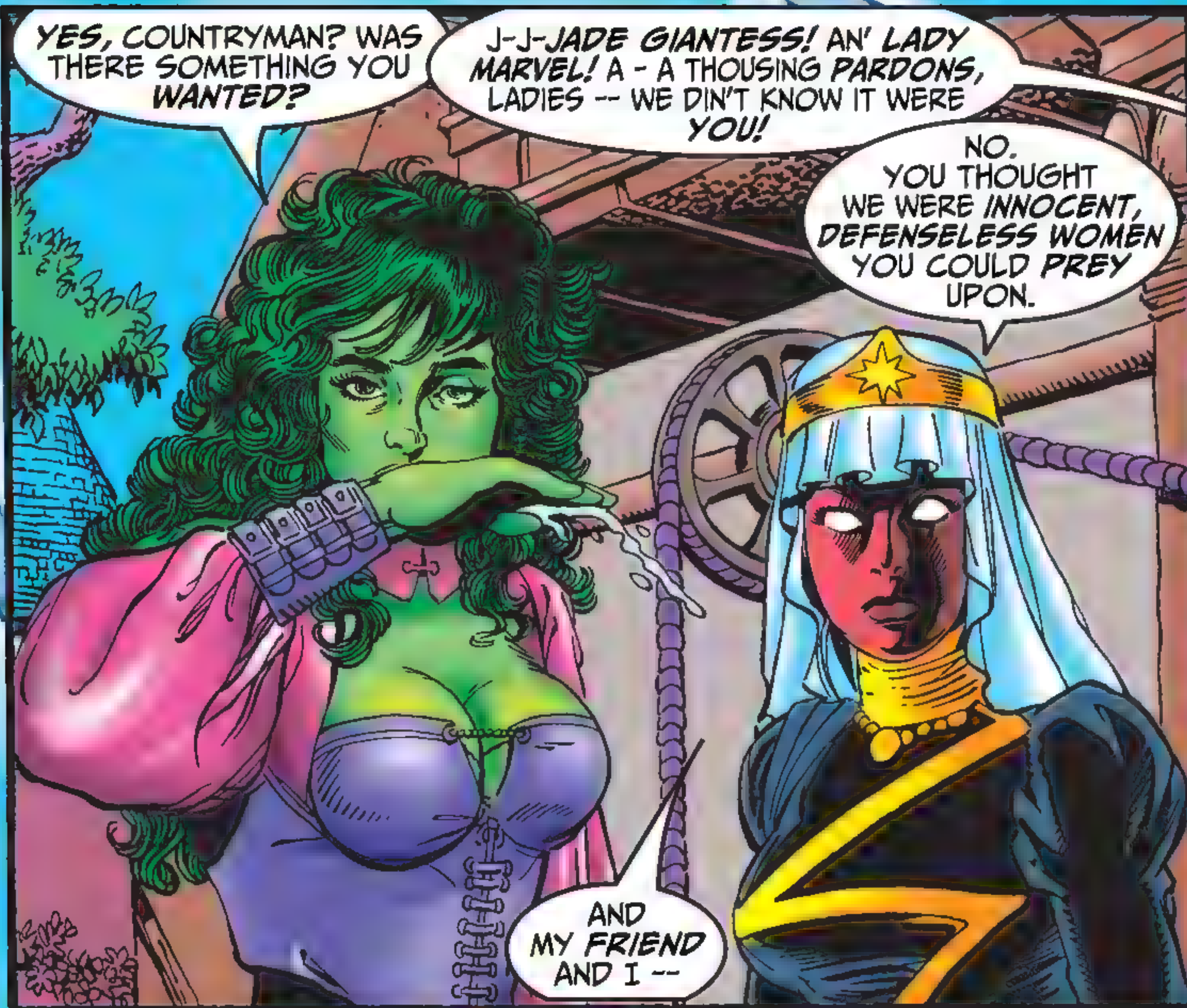
-- IN
SORE NEED
O' MANLY
COMPANIONSHIP,
NO DOUBT!

SAL'UTATIONS,
M'DEARS! M'FRIEND
AN' I, WE GOT US
A BIT O' MONEY
T'SPEND, AN' --



NO!
OSBERT, NO!
I **RECOGNIZE** 'EM
NOW! THEY'RE --





EVEN THE LOWLIEST OF PIG-BOYS KNOWS THEIR NAMES...

...DONAR THE MIGHTY, KNAVE OF HEARTS, SEALORD, CIRCE THE SORCERESS, IRON KNIGHT, BLACKBIRD, SIR FULMINATOR, LADY COMET, STAR-KNIGHT, DAYSTAR.

A SINGLE DIVISION OF THE REALM'S ELITE GUARD, FRESH FROM THE BATTLE-FIELDS TO THE NORTH.

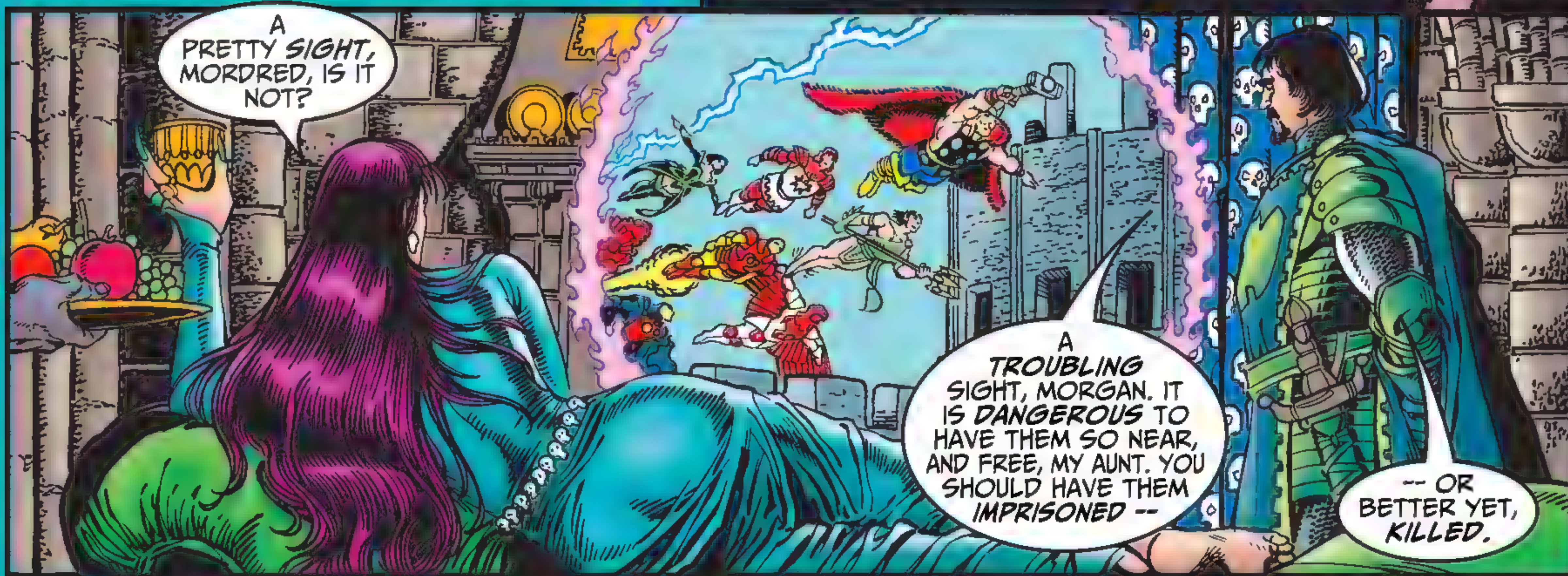
AND AS THEY SOAR OVERHEAD, ARROW-STRAIGHT AND SHINING WITH POWER, ALL BELOW FALL SILENT --

-- FEELING A CURIOUS MIXTURE OF PRIDE, IN THE KNOWLEDGE THAT THE PICTS CANNOT HOPE TO STAND AGAINST SUCH A FORCE, AND FEAR --

-- IN THE KNOWLEDGE OF HOW EASILY SUCH FORCE COULD BE TURNED AGAINST THEM. FOR THOSE WHO FLY ABOVE ARE THE QUEEN'S VENGEANCE --

-- AND WHEN THEY STRIKE, THEY STRIKE WITHOUT HESITATION OR MERCY.

Stan Lee Presents:
ONCE AN AVENGER...
Part 2 **The Call**
Part by George Busiek Perez
Vey Al Tom D'Sez
Digital Smith Comidraft
Chameleon Brevoort Bob
HEROES AHH!



A
PRETTY SIGHT,
MORDRED, IS IT
NOT?

A
TROUBLING
SIGHT, MORGAN. IT
IS DANGEROUS TO
HAVE THEM SO NEAR,
AND FREE, MY AUNT. YOU
SHOULD HAVE THEM
IMPRISONED --

-- OR
BETTER YET,
KILLED.

AH,
MORDRED, YOU
ARE SUCH AN OLD
WOMAN. DID WE NOT
ENGINEER ALL OF THIS,
CAUSING IT TO HAPPEN
JUST AS WE
WILLED?

DID WE
NOT DRAW TO US
THE CREATURES AND
ICONS OF THE RAVAGED
ASGARDIAN WORLDS --
INCLUDING THE REALITY-
WARPING TWILIGHT
SWORD?

DID
WE NOT SPUR
THE RE-CREATION OF
THE AVENGERS -- THE
MOST POWERFUL
ASSEMBLAGE OF
EARTH'S HEROES
YET MUSTERED,
NO LESS --

-- IN
ORDER TO GOAD
THEM INTO BRINGING THE
SCARLET WITCH TO US --
TO ALLOW US ACCESS
TO HER PROBABILITY-
ALTERING HEX
POWERS?

AND
DID WE NOT PLAY
THEM ALL FOR FOOLS,
STYMIEING THEM AT
EVERY TURN,
CAPTURING THE
WITCH --



-- AND
USING HER POWER
TO BRIDGE THE GAP
BETWIXT MY CELTIC
MAGICKS AND THE
MUSPELIAN
MAGICKS OF THE
SWORD --

-- AND
REORDERING ALL
OF REALITY TO OUR
WILL?* DID WE NOT
DO ALL OF
THAT?

*SURE THEY DID -- AND
UNLESS YOU'RE ONE OF
THE FOUR PEOPLE WHO
MISSED LAST ISSUE, YOU
SAW IT HAPPEN THERE! --Tom



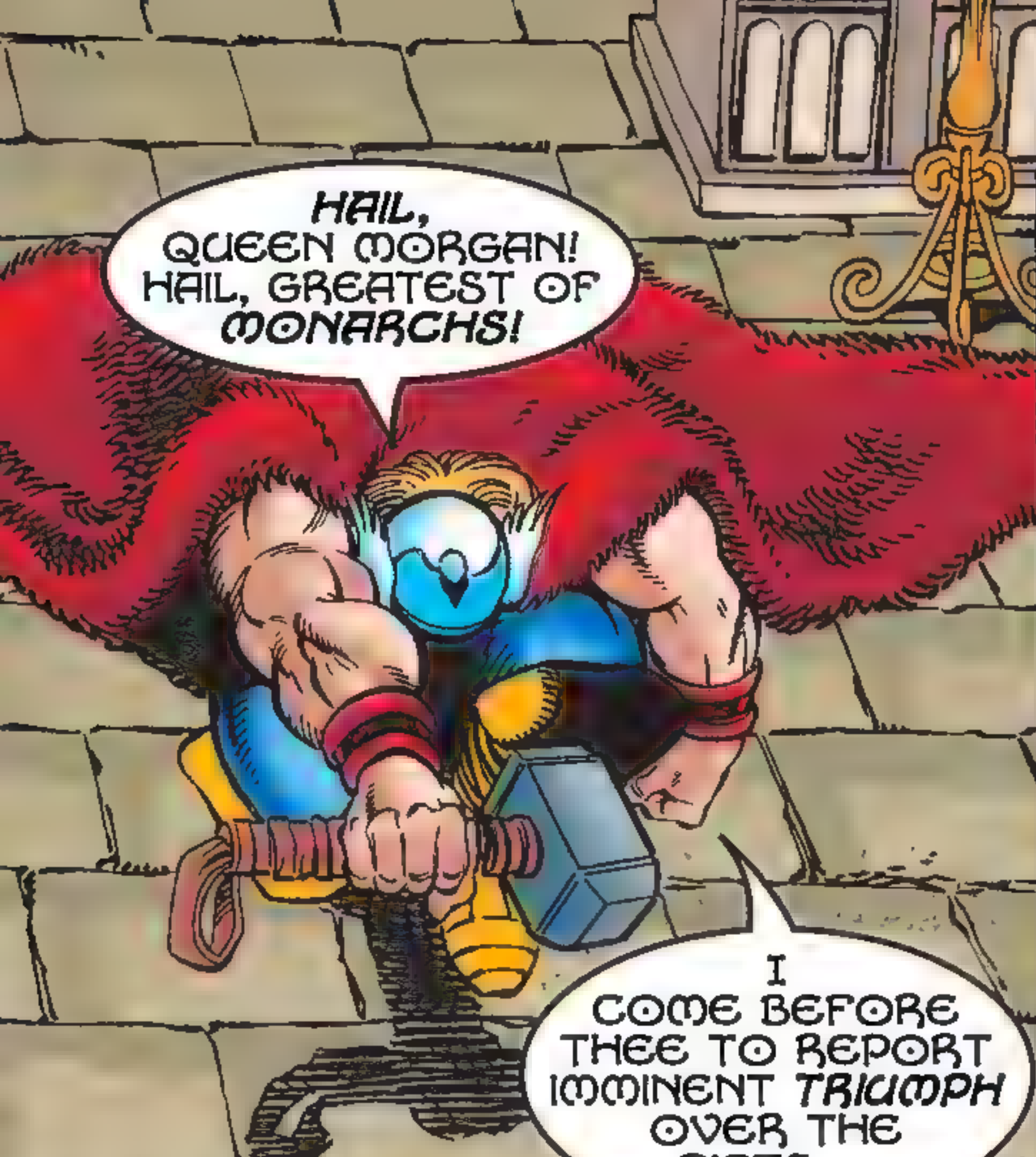
AYE, THAT WE
DID -- AND NOW
WHAT?

NOW YOU PLAY AT
GAMES, ALLOWING THE
PICTS TO REBEL ONLY
SO THAT YOU MIGHT
HAVE THE PLEASURE
OF CRUSHING
THEM --

-- AND
IGNORING YOUR
PROMISE TO GRANT
ME LANDS OF MY
OWN TO RULE.

MORDRED,
MORDRED -- YOU
WORRY OVERMUCH.
PLENTY OF
TIME FOR THAT
LATER --

-- BUT
FOR NOW,
WE HAVE A
VISITOR...

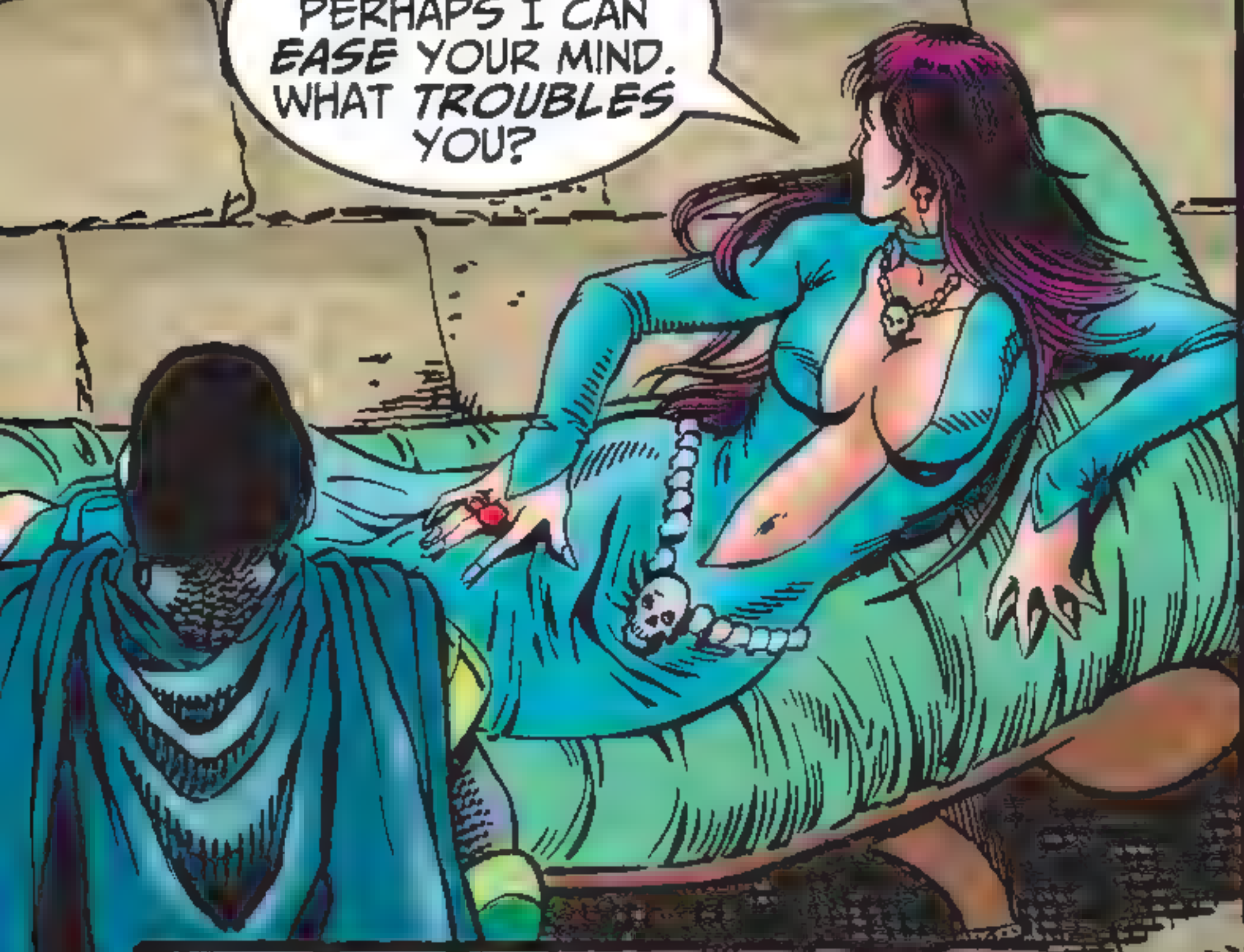


HAIL,
QUEEN MORGAN!
HAIL, GREATEST OF
MONARCHS!

I
COME BEFORE
THEE TO REPORT
IMMINENT TRIUMPH
OVER THE
PICTS --

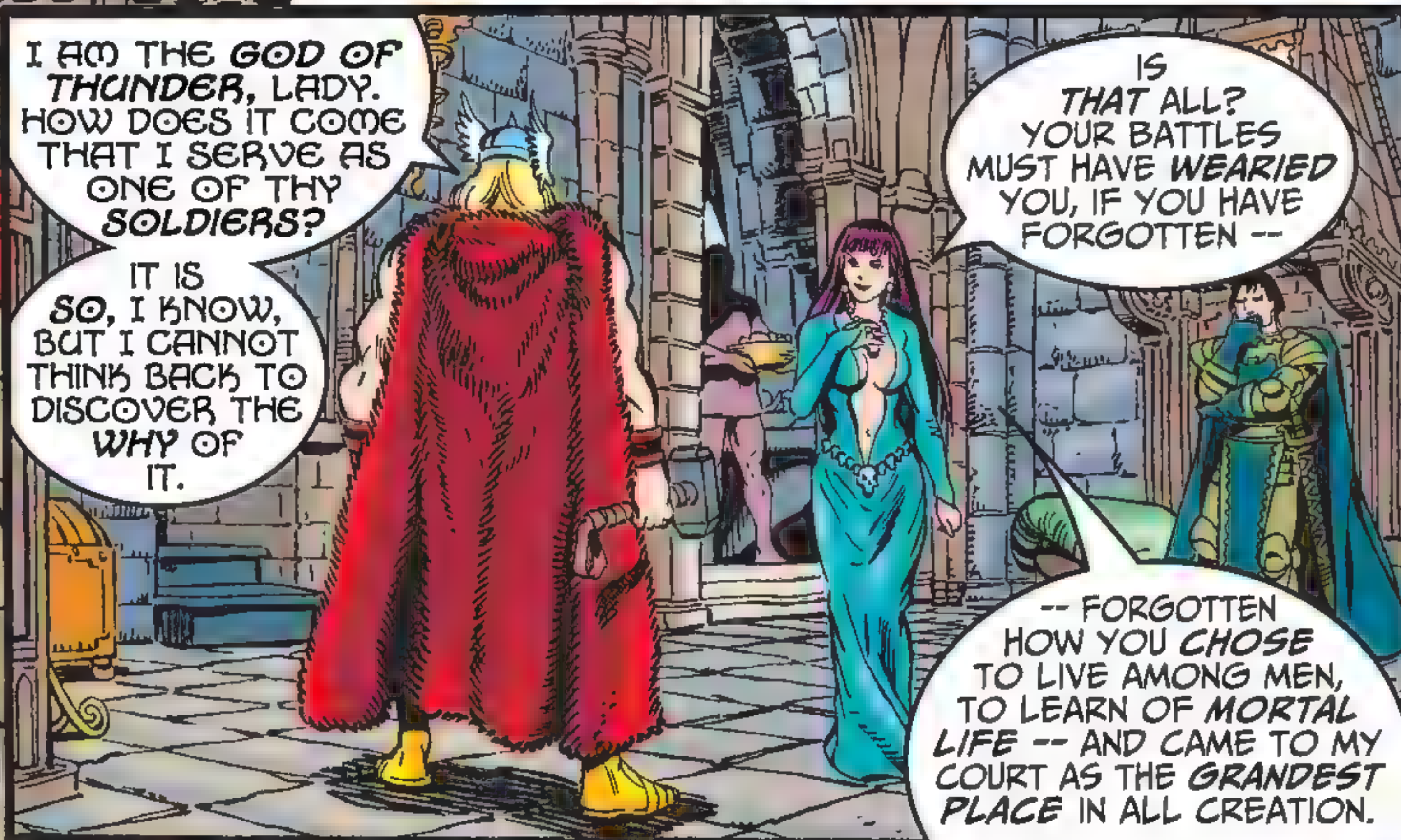
-- BUT
ALSO THAT
I AM MOST SORE
AND RESTLESS OF
MIND, FOR SOMETHING
DOETH NOT SIT ABRIGHT,
AND I CANNOT BANISH
MY TROUBLED
THOUGHTS.

REALLY,
DONAR?
PERHAPS I CAN
EASE YOUR MIND.
WHAT TROUBLES
YOU?



I AM THE GOD OF
THUNDER, LADY.
HOW DOES IT COME
THAT I SERVE AS
ONE OF THY
SOLDIERS?

IT IS
SO, I KNOW,
BUT I CANNOT
THINK BACK TO
DISCOVER THE
WHY OF
IT.



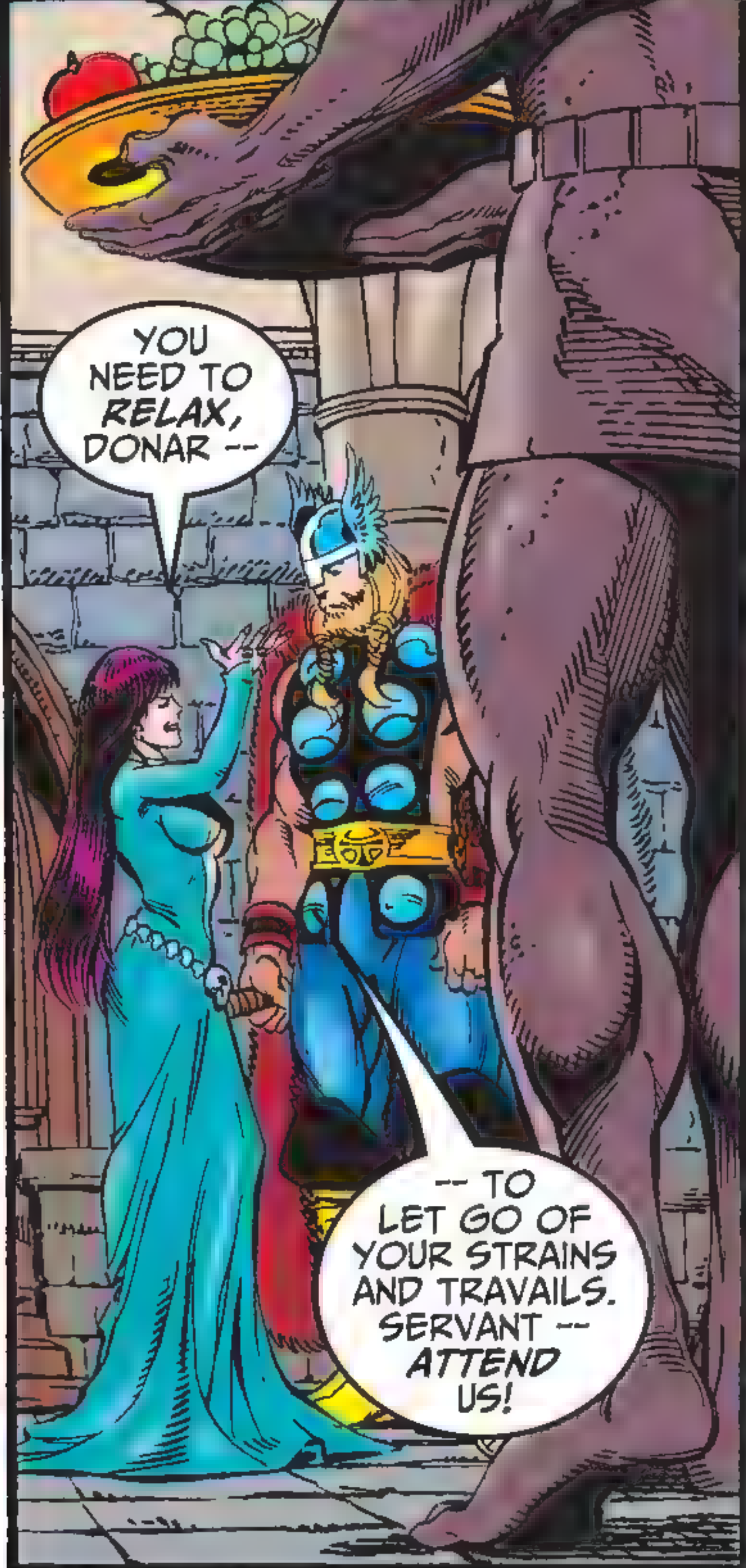
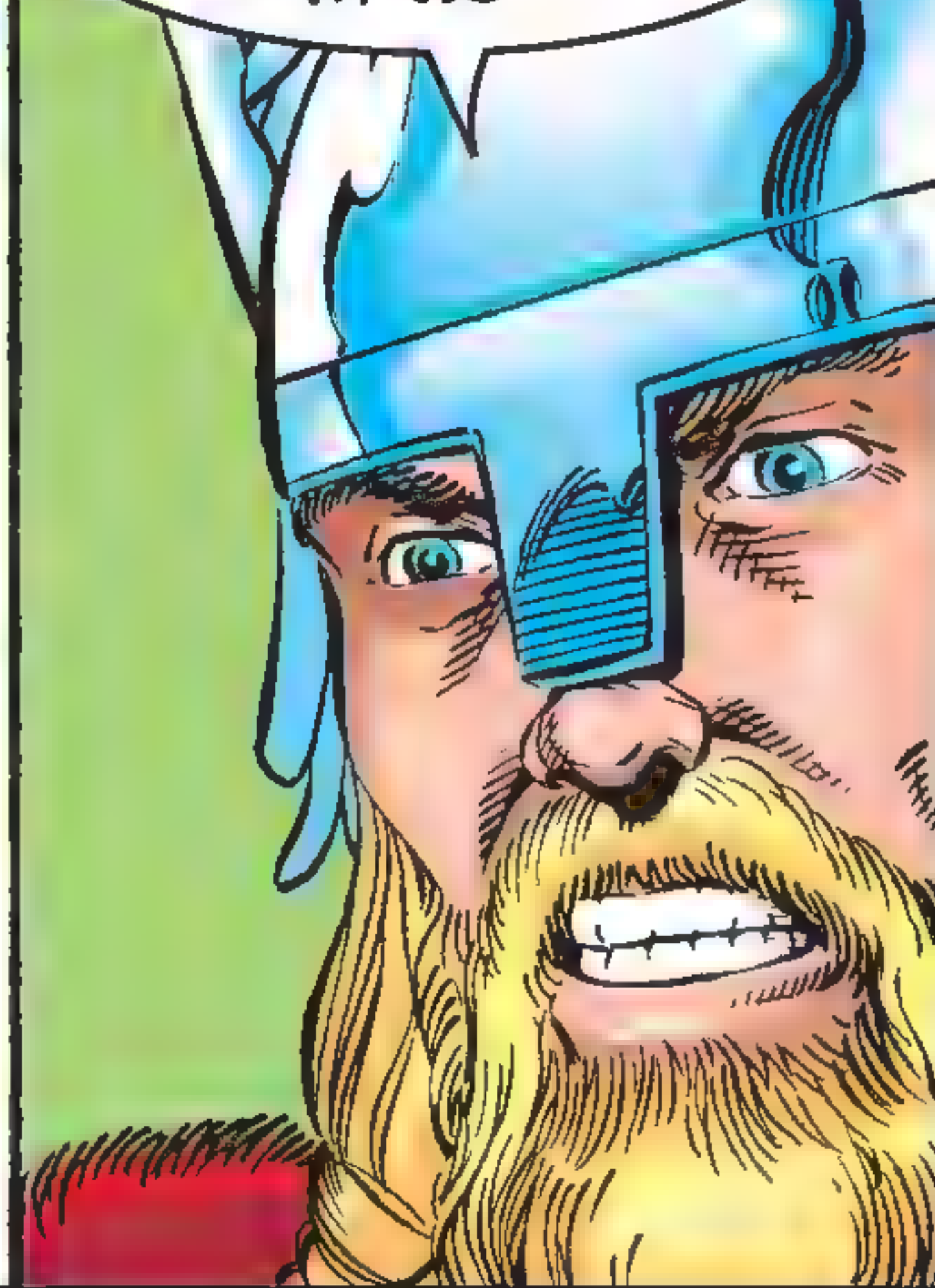
IS
THAT ALL?
YOUR BATTLES
MUST HAVE WEARIED
YOU, IF YOU HAVE
FORGOTTEN --

-- FORGOTTEN
HOW YOU CHOSE
TO LIVE AMONG MEN,
TO LEARN OF MORTAL
LIFE -- AND CAME TO MY
COURT AS THE GRANDEST
PLACE IN ALL CREATION.

PERHAPS IT WILL
SOOTHE YOU TO
KNOW THAT I'VE
CHOSEN YOU AS MY
HONOR GUARD,
WHEN I TRAVEL TO
ACCEPT THE
SURRENDER OF
THE PICTS.



IT -- IT IS A GREAT HONOR
THOU DOST BESTOW ON
ME, MORGAN. BUT STILL --
MY THOUGHTS DO TUG
AT ME --

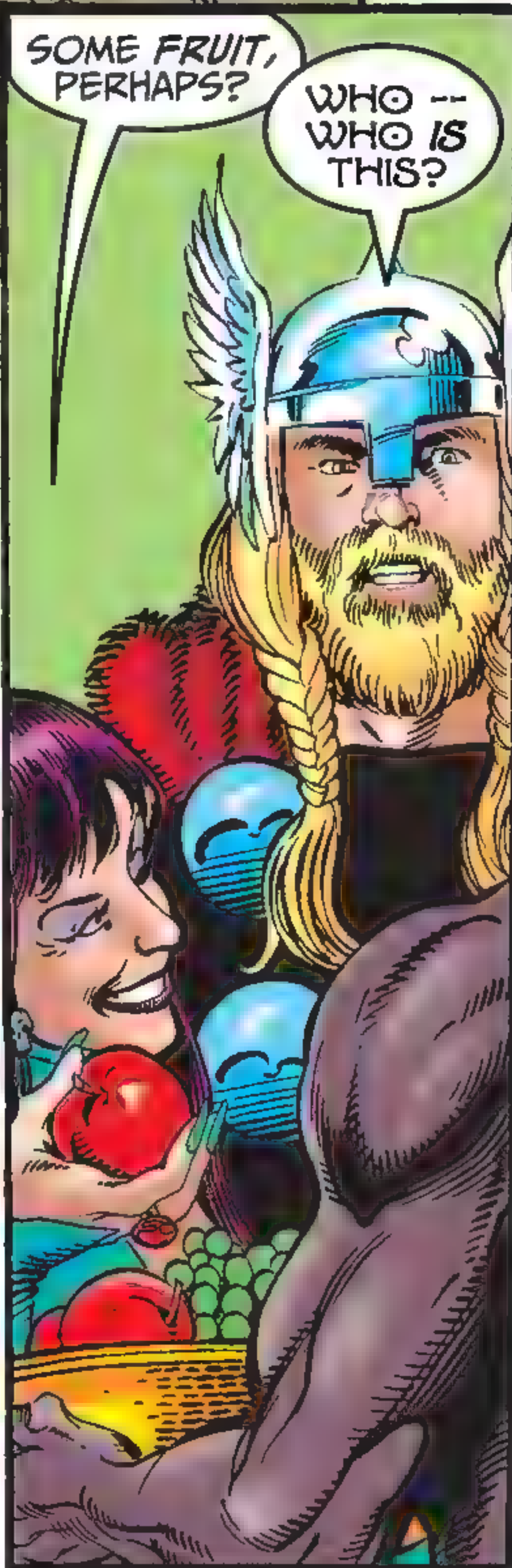


YOU
NEED TO
RELAX,
DONAR --

-- TO
LET GO OF
YOUR STRAINS
AND TRAVAILS.
SERVANT --
ATTEND
US!

SOME FRUIT,
PERHAPS?

WHO --
WHO IS
THIS?



I Am The Ghost Of Stone
Thunder God.
An Unliving Statue --
Ensoreel'd To Do
Milady Morgan's Bidding.



I -- I KNOW
THIS MAN!
BUT --

OF
COURSE
YOU DO,
DONAR --
YOU'VE KNOWN
HIM FOR
YEARS --



BUT **NO!** I KNOW HIM WITH ANOTHER FACE -- A **RED** FACE!

THINGS BE STRANGELY **AMISS** HERE -- THE WORLD DOTH NOT SPIN **ARIGHT**, AND THE STORMS OF DOUBT DO **SWIRL** WITHIN ME.

I FEEL -- A **VOICE** --

DONAR, WHERE --?

I MUST **AWAY**, LADY.

I MUST **LEAVE** THEE, AND HIE MYSELF BACK TO FAIR **ASGARD** -- WHERE I SHALL BESEECH ALL-FATHER **WOTAN** TO **CLEAR** MY **ROLING** MIND --

-- TO DISCOVER ONCE AND FOR ALL WHAT DOTH BE **TRUE** -- AND WHAT BE **FOOL'S TRICKERY!**

YOU **SEEP**? SO MUCH FOR YOUR "**COMPLETE CONTROL**" OVER THE **AVENGERS** -- I TOLD YOU IT WAS DANGEROUS TO HAVE THEM **HERE!**

Oh, HUSH, MORDRED. YOU'RE LONG PAST BORING ME.

I SUPPOSE, SINCE THOR WAS ALIVE IN **TIMES** LIKE THESE, THAT HE'S TOO MUCH **HIMSELF** IN THIS WORLD, AND THAT'S WHAT WEAKENS MY **CONTROL**.

BUT IT'S NOT AS IF HE CAN GET FAR -- AFTER ALL, IN MY **REALITY**, THERE'S NO **ASGARD** FOR HIM TO **RETURN** TO.

IT'S **NOTHING**, MORDRED. DON'T GIVE IT A **SECOND THOUGHT**.

BUT EVEN AS SHE SAYS THE WORDS, **MORGAN LE FAY** FEELS SOMETHING **NAGGING** AT HER -- SOMETHING JUST AT THE **EDGE** OF HER **SENSES** --

AND AS MORGAN DISMISSES THE THOUGHT, DEEP WITHIN THE DUNGEONS OF HER CASTLE --

-- DOWN WHERE THE AIR IS DANK AND COLD, AND THE WALLS DAMP NO MATTER WHAT THE OUTSIDE WEATHER --

WHAT, IAN? D'YOU EXPECT OUR PRISONER TO WALK THROUGH TH' WALLS?

NAY, COLL. SHE WRITHES IN HER BONDS -- AND MOST PRETTILY TOO, I MUST ADMIT -- BUT THEY ARE COLD IRON, FORGED AND PROVED --

-- AND AGAINST THAT, AND THE POWER OF OUR DREAD LIEGE --

-- ONE GYPSY WITCH IS NOTHING, NOTHING AT ALL...

SHE FIGHTS AGAINST HER SHACKLES, AND SENDS OUT A SILENT CRY.

HER NAME IS WANDA MAXIMOFF, AND SHE HAS BEEN THROUGH A GREAT DEAL IN HER YOUNG LIFE. BORN A MUTANT, TRAINED AS A SORCERESS --

-- SHE HAS BEEN SET APART FROM HUMANITY, FIRST BY ANTI-MUTANT HATRED AND LATER BY HER OWN ARCAN E INTERESTS.

STILL, SHE MADE A LIFE FOR HERSELF WITH THE AVENGERS -- A MARRIAGE, A FAMILY.

BUT HER HUSBAND, THE ANDROID VISION, WAS TAKEN FROM HER, HIS MIND ERASED -- AND HER CHILDREN NULLIFIED, VANISHED LIKE GHOSTS.

AND NOW, SHE REACHES OUT, THROUGH THE MAGICKAL ENERGY WITHIN HER, THROUGH REALITY -- REACHES OUT AS SHE HAS FOR DAYS --

-- REACHING FOR ANYTHING, FOR ANYONE WHO CAN HEAR HER --

-- FOR ANY WHO CAN ANSWER HER CALL...

STILL, THAT DIDN'T BREAK HER -- AND NEITHER WILL THIS, SHE TELLS HERSELF.

SUFFUSED BY MORGAN'S MAGICKS, SHE WAS A CONDUIT FOR THE SPELL THAT RESHAPED THE WORLD, BUT NOT FULLY A PART OF IT. SHE REMAINS HERSELF.



AND OUTSIDE, IN THE GATHERING DUSK...

WAY!

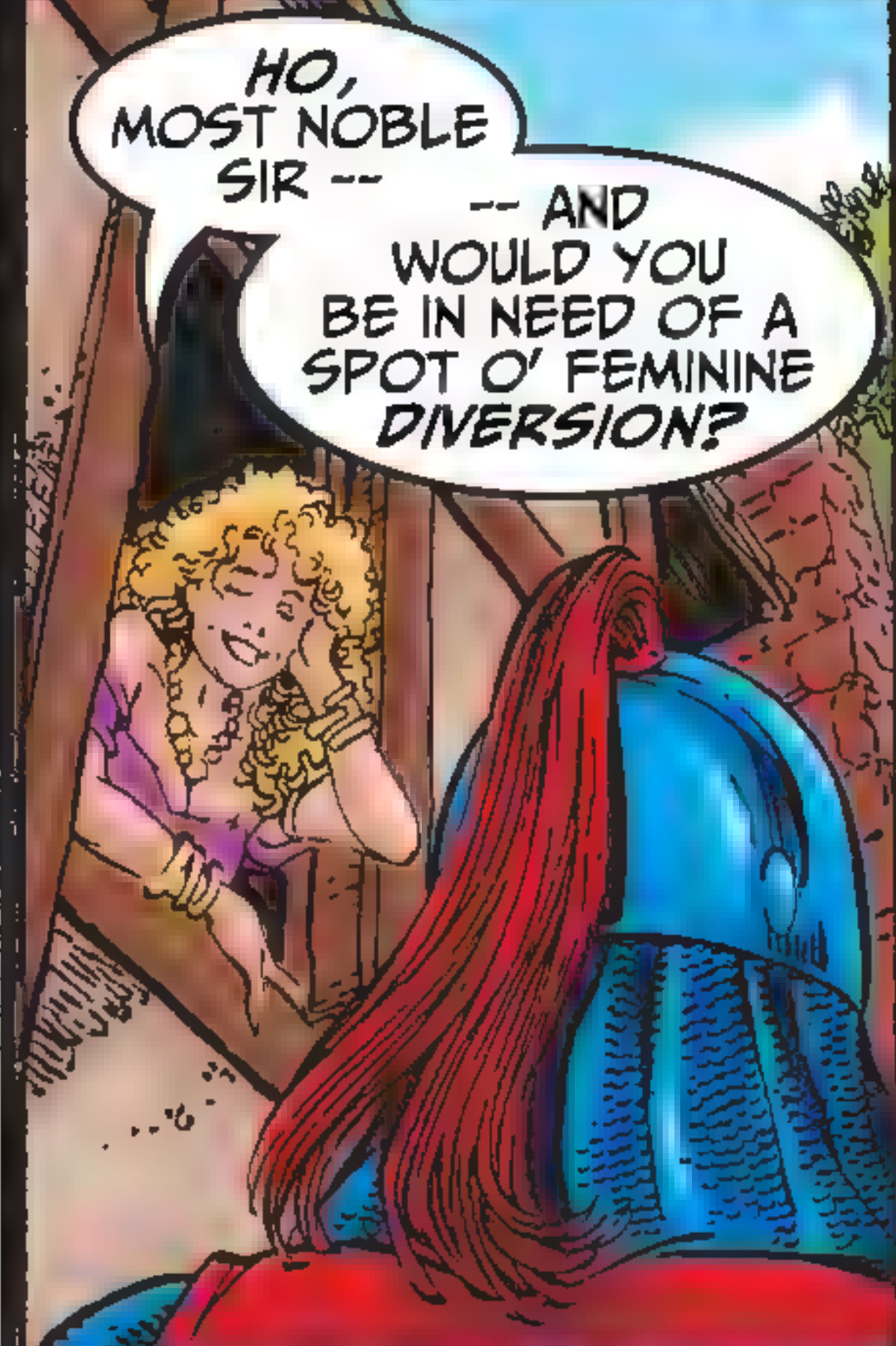
MAKE WAY, MAKE WAY! COMMANDER O' THE QUEEN'S VENGEANCE, COMING THROUGH!



Ahh, WILL YE LOOK AT HIM...!

'TIS ENOUGH TO MAKE YOU WISH YOURSELF TWENTY YEARS YOUNGER --

-- AND ONE OF THE CASTLE COURTESANS!



HO, MOST NOBLE SIR --

-- AND WOULD YOU BE IN NEED OF A SPOT O' FEMININE DIVERSION?



OH, NO! NO! WE MUST HA' BEEN OVERHEARD -- REPORTED!

I TOL' YOU TO --

QUICK! OUT O' SIGHT!

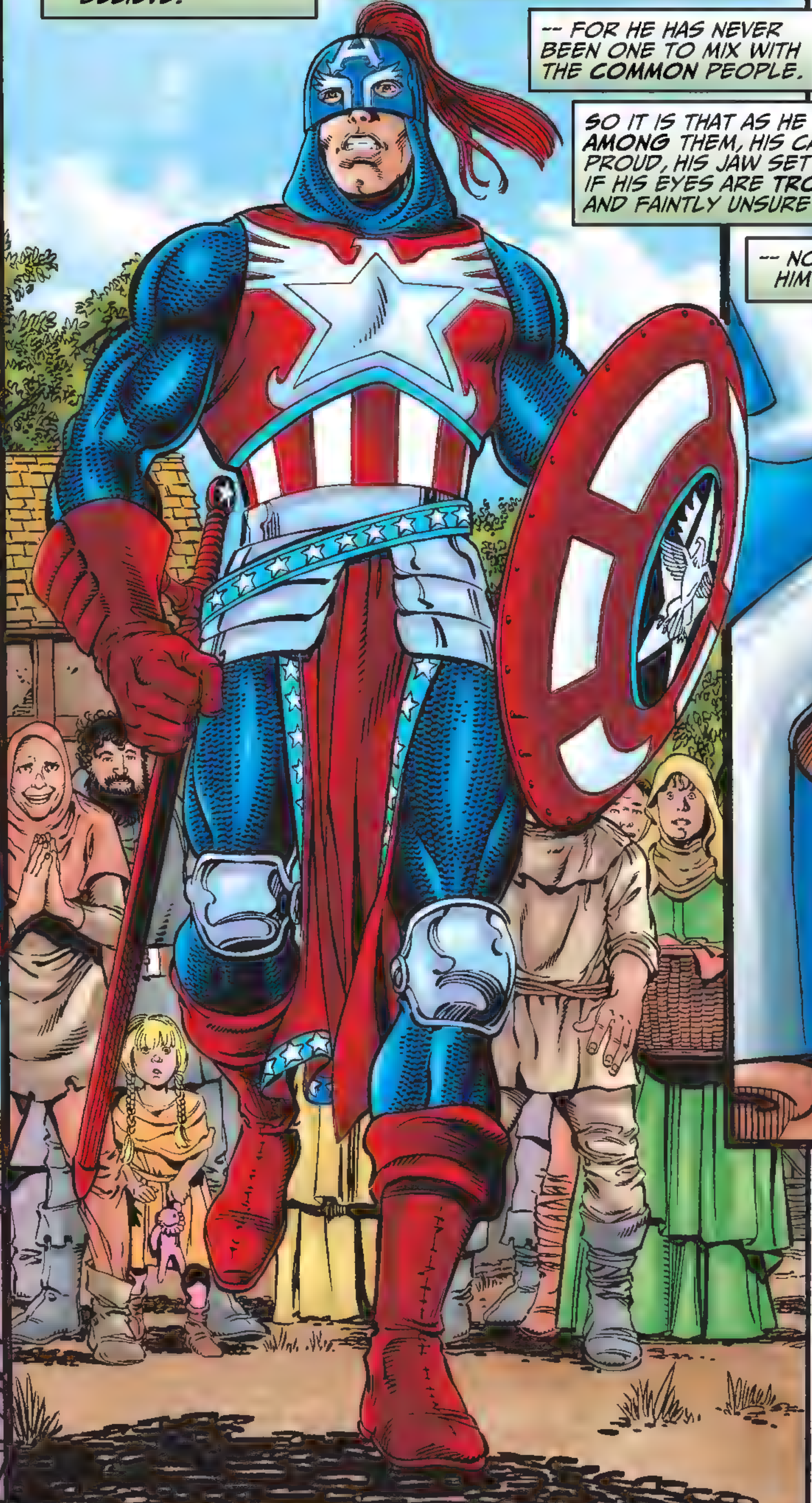
AND HIS NAME IS YEOMAN AMERICA. OR SO THE MEN AND WOMEN AROUND HIM BELIEVE.

THEY KNOW HIM AS A STERN MAN -- JUST, YET FIERCE AND UNYIELDING IN BATTLE. BUT THEY ALSO KNOW HIM ONLY BY REPUTATION --

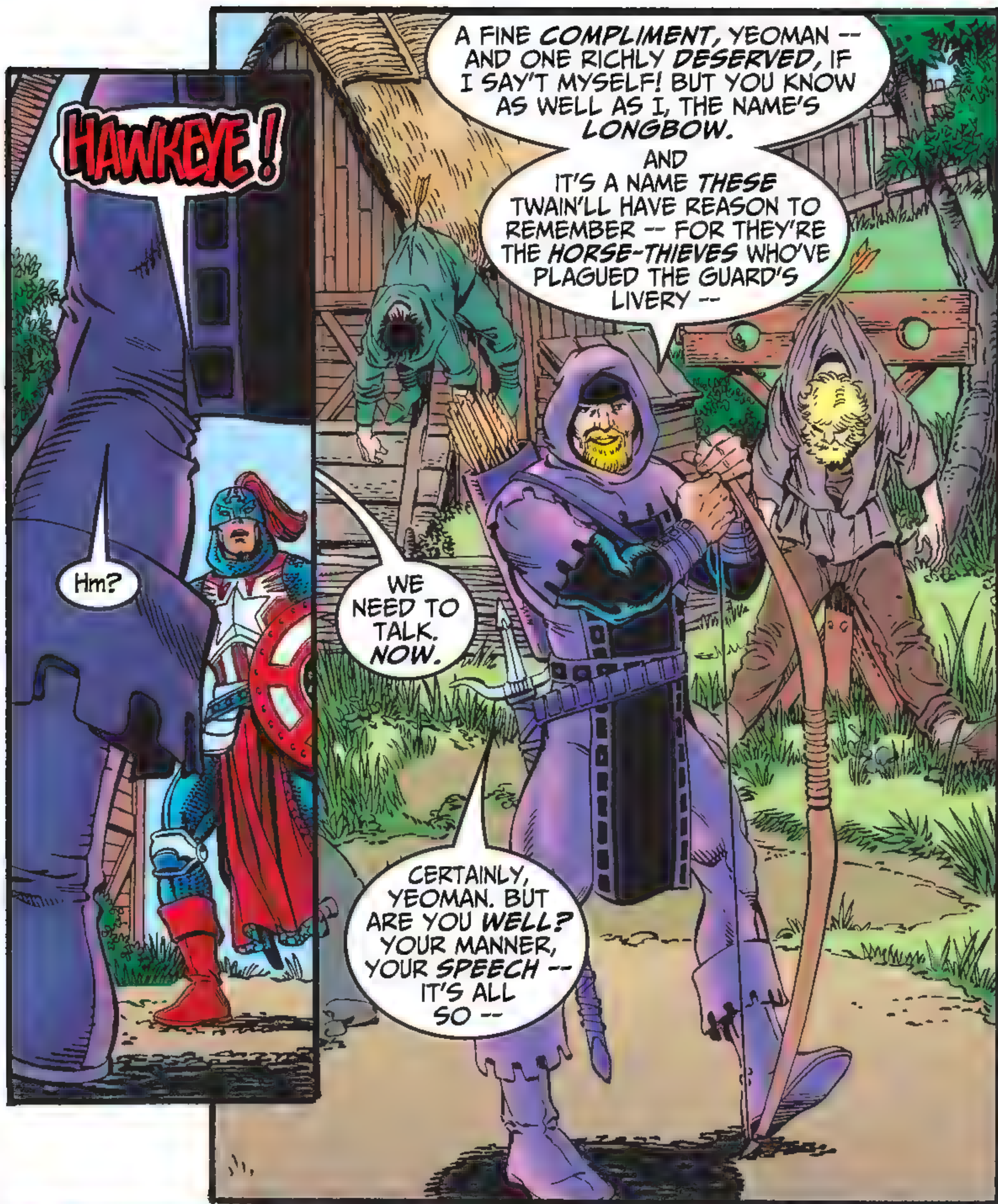
-- FOR HE HAS NEVER BEEN ONE TO MIX WITH THE COMMON PEOPLE.

SO IT IS THAT AS HE WALKS AMONG THEM, HIS CARRIAGE PROUD, HIS JAW SET -- THAT IF HIS EYES ARE TROUBLED, AND FAINTLY UNSURE -

-- NONE WHO SEE HIM NOTICE.



AND ON HE WALKS, SEARCHING, MISSING NOTHING, UNTIL HE FINDS --



HAWKEYE!

Hm?

WE
NEED TO
TALK.
NOW.

CERTAINLY,
YEOMAN. BUT
ARE YOU WELL?
YOUR MANNER,
YOUR SPEECH --
IT'S ALL
SO --

A FINE COMPLIMENT, YEOMAN --
AND ONE RICHLY DESERVED, IF
I SAY IT MYSELF! BUT YOU KNOW
AS WELL AS I, THE NAME'S
LONGBOW.

AND
IT'S A NAME THESE
TWIN'LL HAVE REASON TO
REMEMBER -- FOR THEY'RE
THE HORSE-THIEVES WHO'VE
PLAGUED THE GUARD'S
LIVERY --

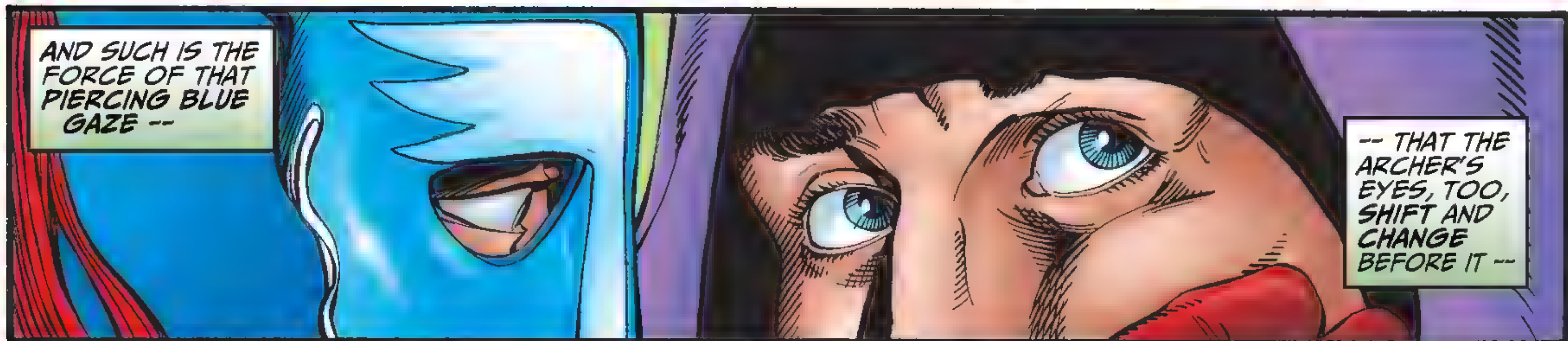


CAPTAIN. NOT
YEOMAN. CAPTAIN.
AND YOU'RE HAWKEYE.
REMEMBER.

Y'MN...
WHT N HVNS NM
R YU...



REMEMBER.



AND SUCH IS THE
FORCE OF THAT
PIERCING BLUE
GAZE --

-- THAT THE
ARCHER'S
EYES, TOO,
SHIFT AND
CHANGE
BEFORE IT --



-- AND --

OH, MAN!
NOT ANOTHER
ALTERNATE
REALITY! NOT
AGAIN!

OH,
WELL -- AT
LEAST THIS TIME
I'M NOT DRESSED
LIKE A BROWN
PLANTMAN...



MAN. ANOTHER
ALTERNATE
REALITY...

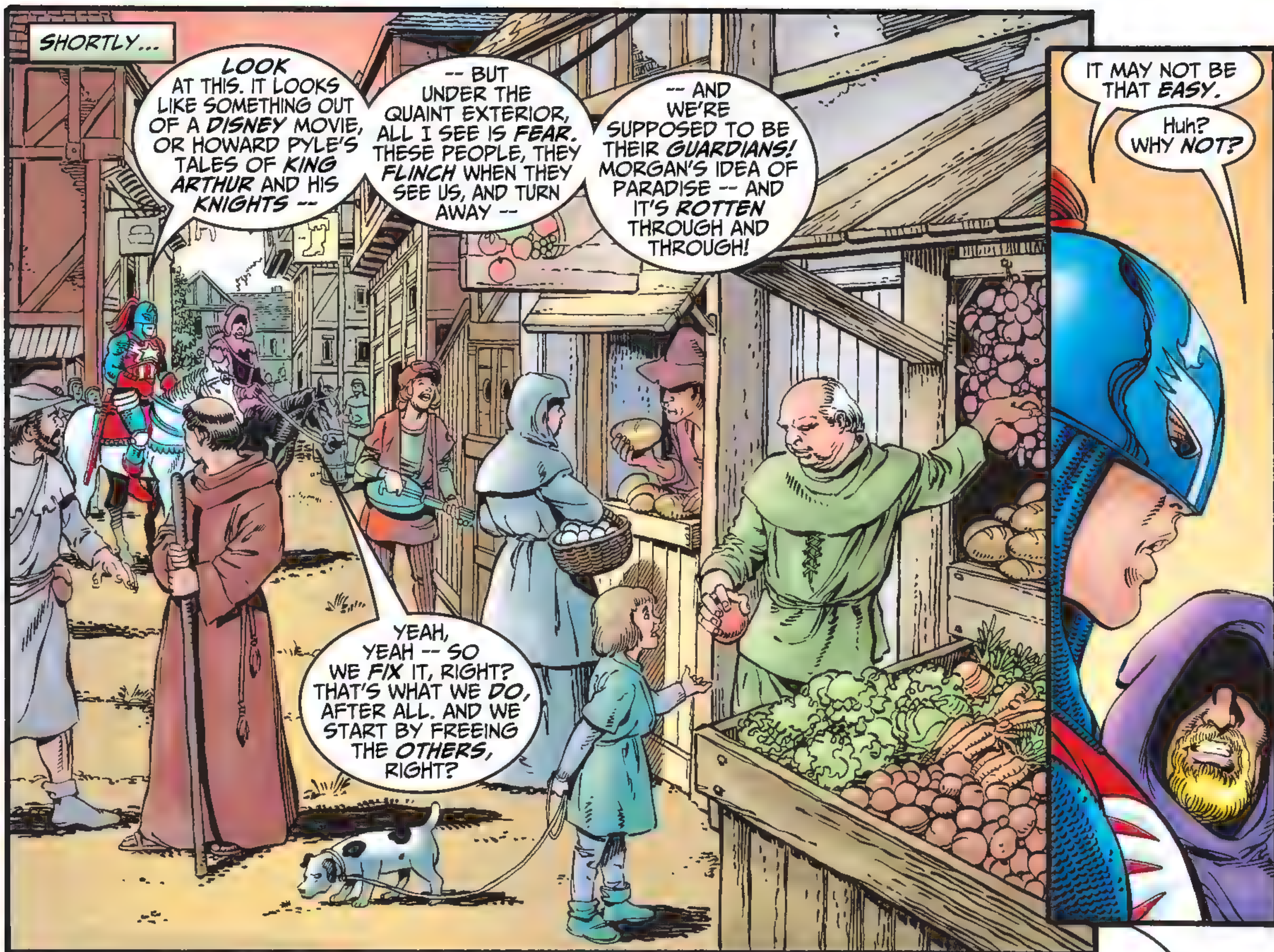
SO
HOW'D YOU
SNAP OUT OF
IT, CAP?

I'M
NOT REALLY
SURE. I... FELT
SOMETHING --
LIKE A VOICE IN
MY HEAD. A VOICE
CALLING TO THE
AVENGERS,
CALLING FOR
AID...



I KNOW WHAT YOU MEAN. NOW
THAT YOU MENTION IT, I FELT IT
TOO, BUT IT DIDN'T SEEM TO
MATTER --

-- NOT
UNTIL YOU
WOKE ME
UP.



SHORTLY...

LOOK AT THIS. IT LOOKS LIKE SOMETHING OUT OF A DISNEY MOVIE, OR HOWARD PYLE'S TALES OF KING ARTHUR AND HIS KNIGHTS --

-- BUT UNDER THE QUANT EXTERIOR, ALL I SEE IS FEAR. THESE PEOPLE, THEY FLINCH WHEN THEY SEE US, AND TURN AWAY --

-- AND WE'RE SUPPOSED TO BE THEIR GUARDIANS! MORGAN'S IDEA OF PARADISE -- AND IT'S ROTTEN THROUGH AND THROUGH!

IT MAY NOT BE THAT EASY.
Huh? WHY NOT?

YEAH, YEAH -- SO WE FIX IT, RIGHT? THAT'S WHAT WE DO, AFTER ALL. AND WE START BY FREEING THE OTHERS, RIGHT?



THE SPELL THEY'RE UNDER -- IT MUST BE QUITE STRONG. I TALKED TO SIX OF THE "QUEEN'S VENGEANCE," AND NONE OF THEM HEARD THE CALL.

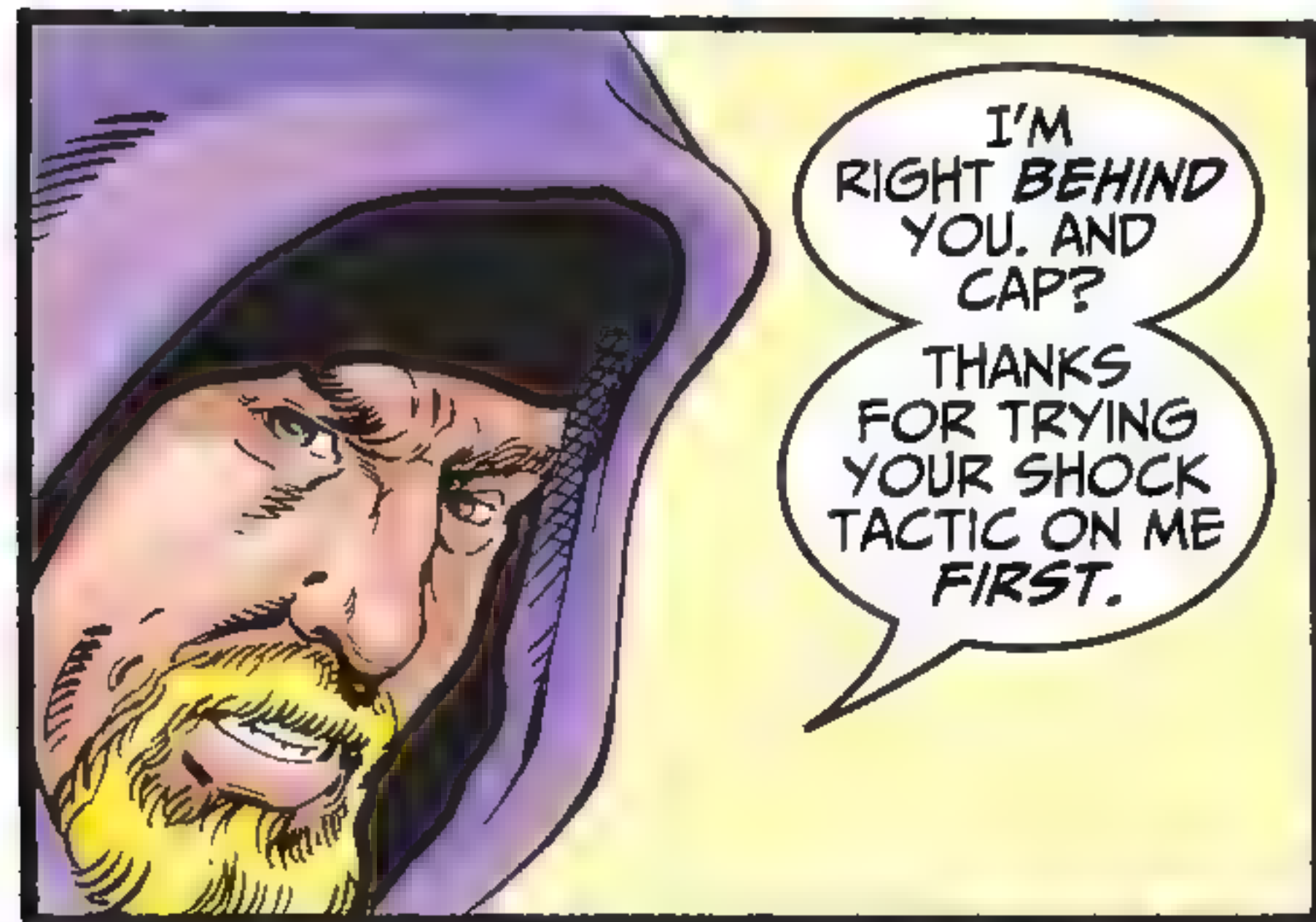
THAT'S WHY I TRIED AMBUSHING YOU -- I FIGURED THAT WITH YOUR FEELINGS ABOUT THE TEAM, IF I COULD SHOCK ANYONE INTO REMEMBERING...

I GET IT. THE EASIEST AVENGERS TO SNAP OUT OF IT ARE GOING TO BE THE ONES WITH THE STRONGEST SENSE OF BEING AVENGERS --

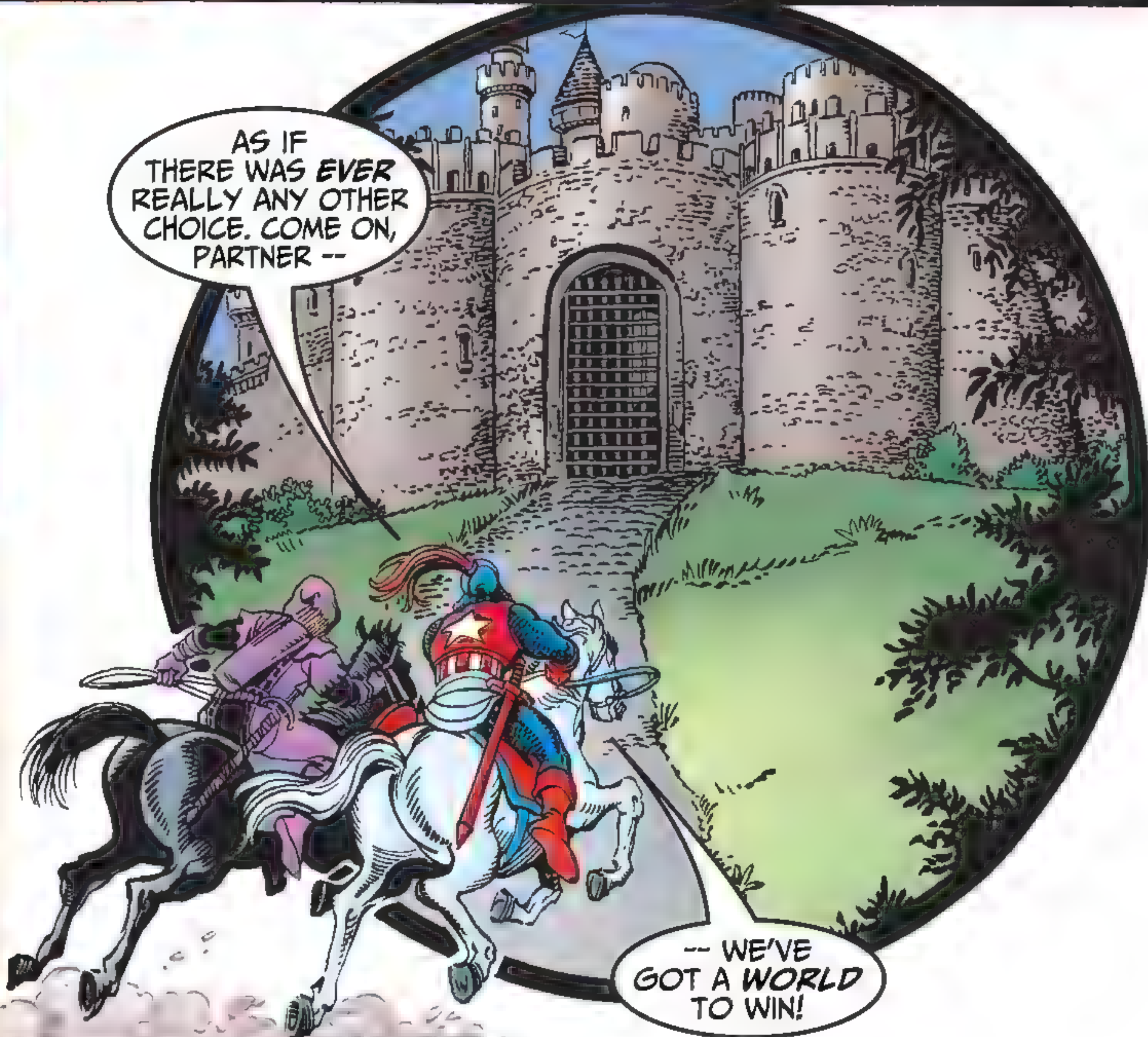
-- THE STRONGEST SENSE OF SPIRIT. WELL, I'VE GOT SOME IDEAS OF WHO TO TRY.



SO DO I. LET'S HEAD FOR THE BARRACKS -- I DON'T WANT TO SEE THIS SITUATION EXIST A MOMENT MORE THAN IT HAS TO.



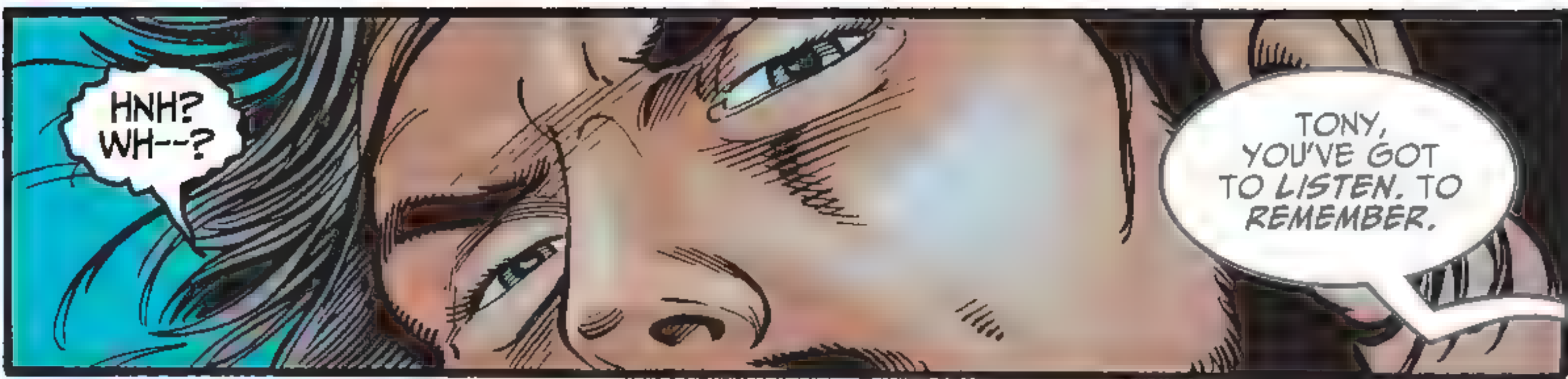
I'M RIGHT BEHIND YOU. AND CAP?
THANKS FOR TRYING YOUR SHOCK TACTIC ON ME FIRST.



AS IF THERE WAS EVER REALLY ANY OTHER CHOICE. COME ON, PARTNER --

-- WE'VE GOT A WORLD TO WIN!

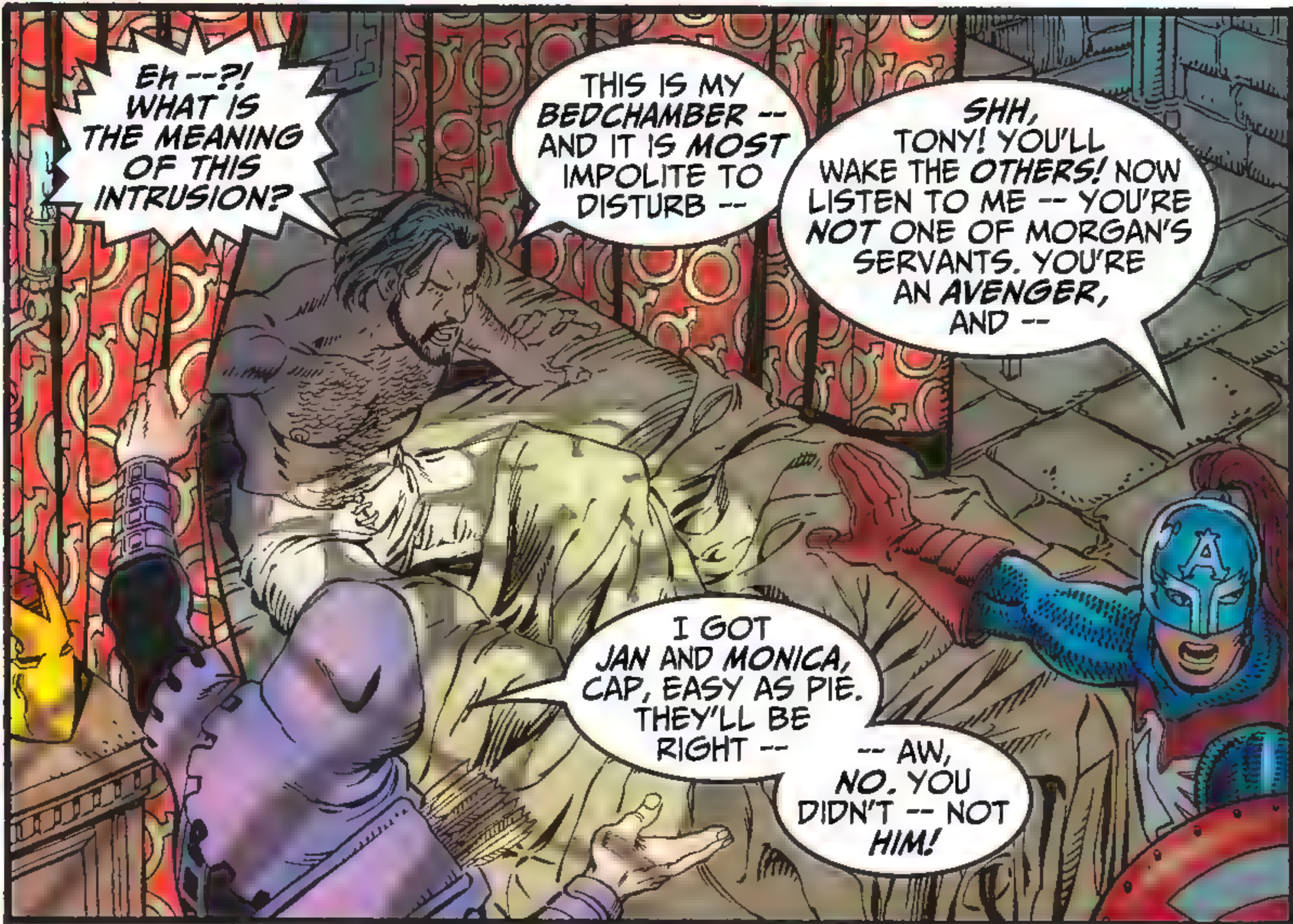
SOON, ON THE UPPER LEVEL OF THE QUEEN'S VENGEANCE BARRACKS, IN THE CHAMBERS OF ONE OF THE DIVISION COMMANDERS --



HNH?
WH--?

TONY,
YOU'VE GOT
TO LISTEN. TO
REMEMBER.

TONY.
TONY, WAKE
UP.



EH--?!
WHAT IS
THE MEANING
OF THIS
INTRUSION?

THIS IS MY
BEDCHAMBER --
AND IT IS MOST
IMPOLITE TO
DISTURB --

SHH,
TONY! YOU'LL
WAKE THE OTHERS! NOW
LISTEN TO ME -- YOU'RE
NOT ONE OF MORGAN'S
SERVANTS. YOU'RE
AN AVENGER,
AND --

I GOT
JAN AND MONICA,
CAP, EASY AS PIE.
THEY'LL BE
RIGHT --

-- AW,
NO. YOU
DIDN'T -- NOT
HIM!



TONY.

IT SOUNDS
CRAZY, TONY,
BUT JUST
LISTEN --
YOU'LL HEAR
IT WITHIN
YOU --

DON'T WORRY --
HE WAS ONE OF THE
FIRST OF US. HE'LL
REMEMBER --

-- RIGHT,
TONY?



DAYSTAR,
PIXIE -- YOU'RE A
PART OF THIS MADNESS
AS WELL? I KNOW NOT
HOW YOU'VE BEEN
ENSORCELED --

-- NOR
WHY YOU KEEP
CALLING ME
"TONY" --

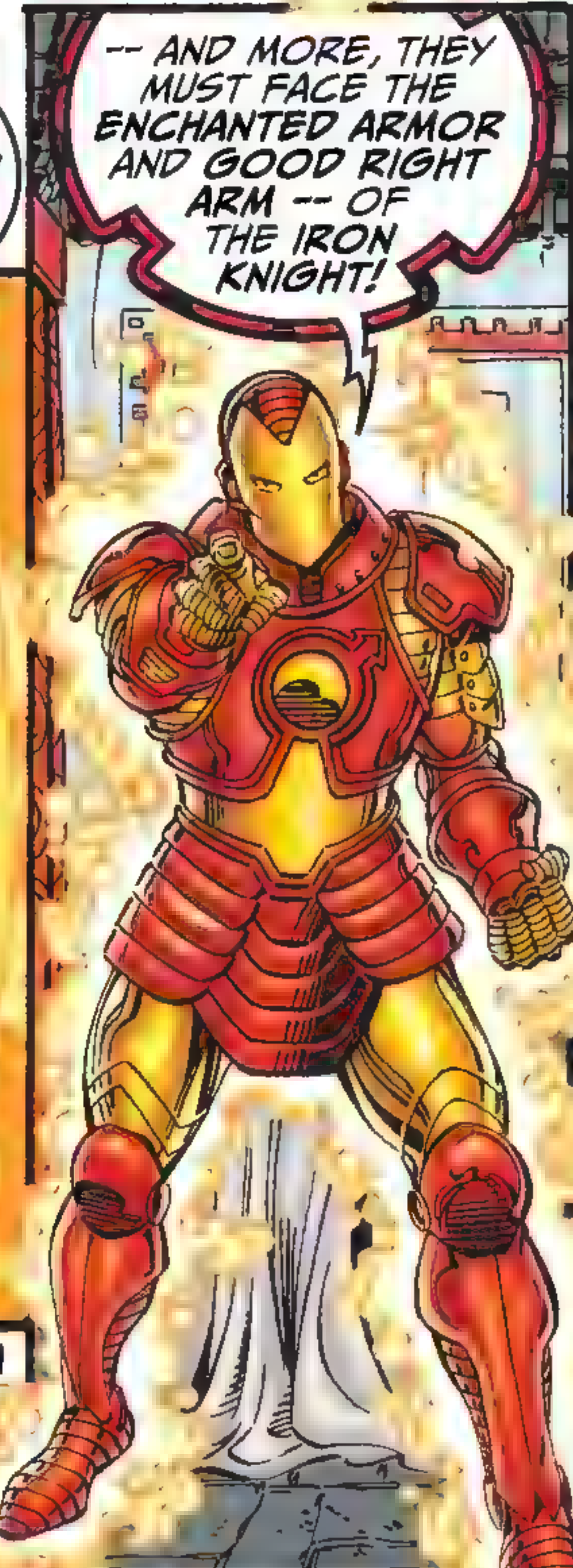


I
KNEW IT.
HE'S NEVER
GONNA GO
FOR IT.



INDEED, LONGBOW --
YOU SPEAK MOST TRULY,
THOUGH IN BIZARRE
VOICE. WHATEVER THIS IS,
I SHALL BE NO PARTY
TO IT!

ANY
WHO'D SEEK
TO OVERTHROW
OUR RIGHTFUL QUEEN
MUST FIRST FACE
SIR ANTHONY OF
CUMBRIA --



-- AND MORE, THEY
MUST FACE THE
ENCHANTED ARMOR
AND GOOD RIGHT
ARM -- OF
THE IRON
KNIGHT!

CAPTAIN AMERICA
STEPS
FORWARD,
INTENDING
TO REASON
FURTHER --

-- BUT AS HE DOES, A BOLT OF PURE MYSTIC FORCE DROWNS OUT ANY ATTEMPT AT SPEECH --

AW, NUTS!

ZAKAMM

-- AND MOMENTS LATER, IN THE MEN'S BARRACKS BELOW...

IS EVERYONE ALL RIGHT?

I'M FINE -- I THINK --

I COULD'VE TOLD YA, CAP -- IRON MAN'S A GOOD GUY, NORMALLY --

-- BUT HE'S WAAAY TOO INTO HIS WHOLE NOBLEMAN/LORD OF THE MANOR TRIP.

THAT SPELL MUSTA HIT HIM RIGHT WHERE HE LIVES!

WHKRMH

Eh?

I GUESS I SHOULD ASK YOUR OPINION MORE OFTEN WHEN IT COMES TO TEAM MATTERS, HAWKEYE.

FABULOUS -- I JUST WISH I WAS IN MORE OF A POSITION TO ENJOY HEARING THAT...

YEOMAN -- WHAT TRANSPIRES? ARE WE UNDER ATTACK?!

WHAT --?



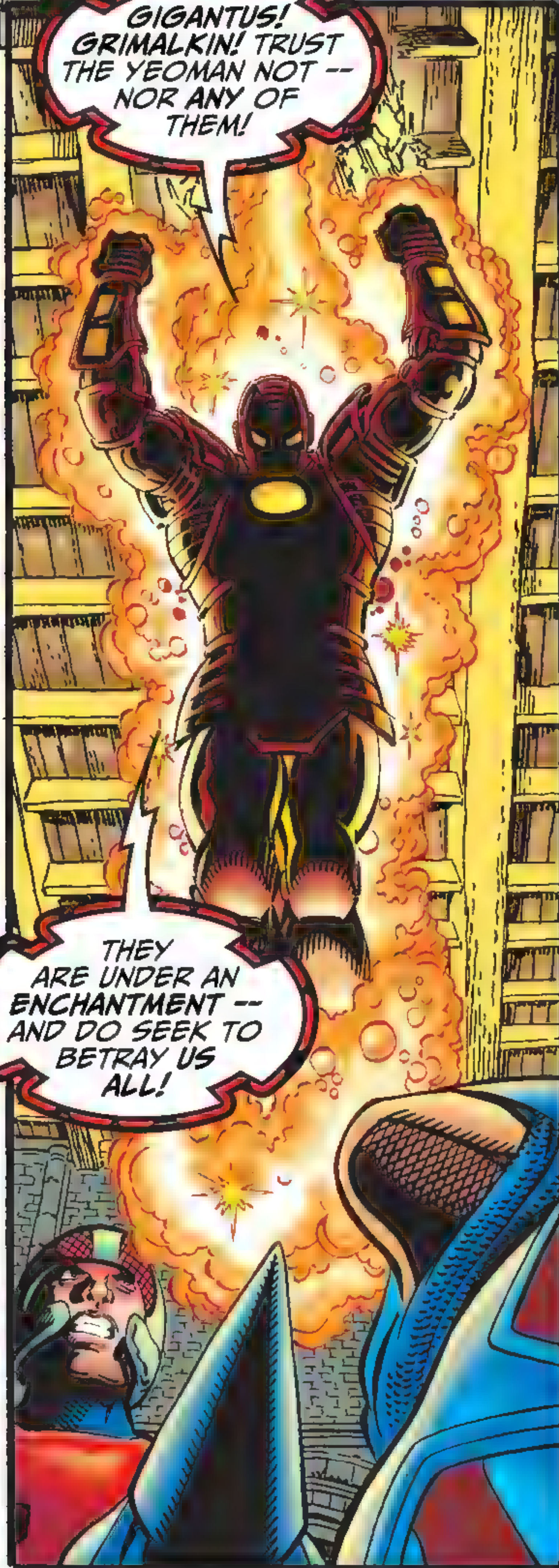
AND...

SQUADRON LEADERS -- SPEAK!

I WOULD KNOW WHAT OCCURS, AND I WOULD KNOW N--

-- Ah. YEOMAN. YOU HAVE EVERYTHING IN HAND, THEN?

IT WAS SO LOUD A BLAST -- THE SOUND OF IT CARRIED E'EN TO THE WOMEN'S BARRACKS! WE THOUGHT IT PICT SABOTAGE SURE!



GIGANTUS! GRIMALKIN! TRUST THE YEOMAN NOT -- NOR ANY OF THEM!

THEY ARE UNDER AN ENCHANTMENT -- AND DO SEEK TO BETRAY US ALL!



NO!

IT'S YOU WHO ARE UNDER A SPELL -- ALL OF YOU!

AND YOU'RE BETRAYING YOURSELVES!



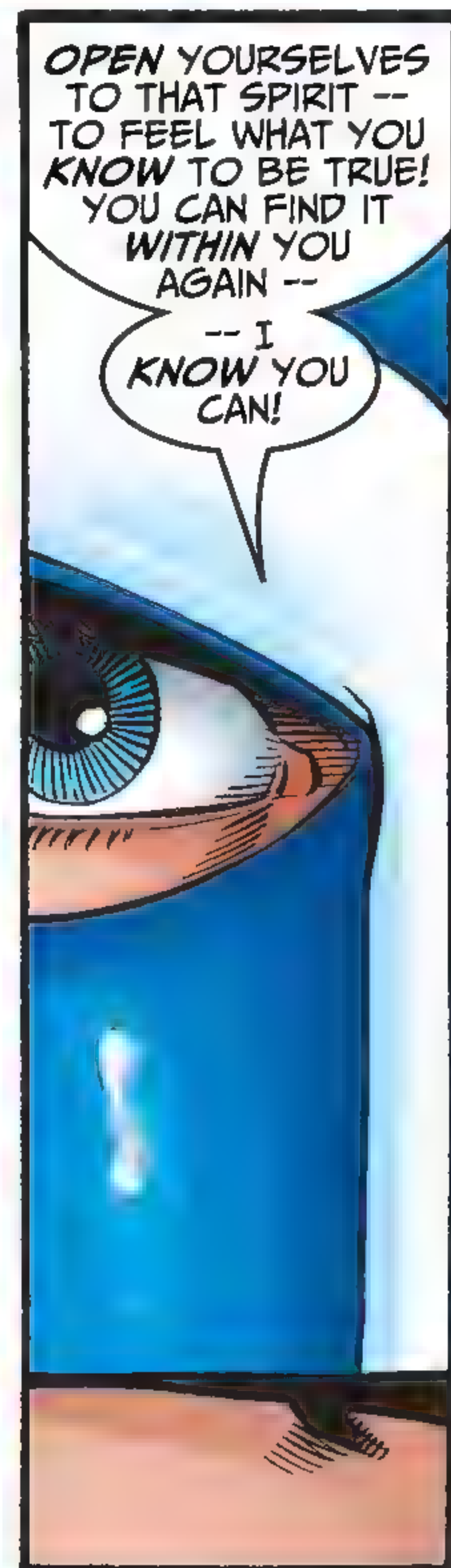
YOU'RE AVENGERS -- AND DEEP INSIDE, UNDER MORGAN'S MAGIC, YOU KNOW IT! MAYBE YOU DON'T REMEMBER, BUT YOU CAN FEEL IT!

THERE'S A SPIRIT IN YOU -- OF HONOR, OF UNSWERVING LOYALTY TO THE CAUSE OF FREEDOM -- FOR ALL MEN, EVERYWHERE!



YOU'VE LIVED THAT SPIRIT, FOUGHT FOR IT -- UPHELD IT EVERY DAY OF YOUR LIVES! I'VE SEEN IT IN YOU -- IN ALL OF YOU!

DON'T LET MORGAN BLIND YOU TO IT!



OPEN YOURSELVES TO THAT SPIRIT -- TO FEEL WHAT YOU KNOW TO BE TRUE! YOU CAN FIND IT WITHIN YOU AGAIN --

-- I KNOW YOU CAN!

HE WATCHES THEIR
FACES, THEN -- WATCHES
AS HIS WORDS SINK IN --

-- AND THEY CONSIDER
THE CHANCE THAT MAYBE,
JUST MAYBE, HE COULD
BE SPEAKING THE TRUTH.

BUT PERHAPS THERE ARE
TOO MANY OF THEM, OR
PERHAPS THE SPELL IS
TOO STRONG. FOR THEIR
EXPRESSIONS WAVER --

-- AND A COLDNESS
COMES INTO THEM --

-- AND JUST AS IT
SEEMS THEY'RE
ABOUT TO ATTACK --

YES!

I
REMEMBER!

STAR-KNIGHT?!

IT'S NOT
STAR-KNIGHT --
IT'S QUASAR!

AND
I'M WITH YOU,
CAP!

AS AM
I.

S-SQUIRE
JUSTICE?
VANCE?

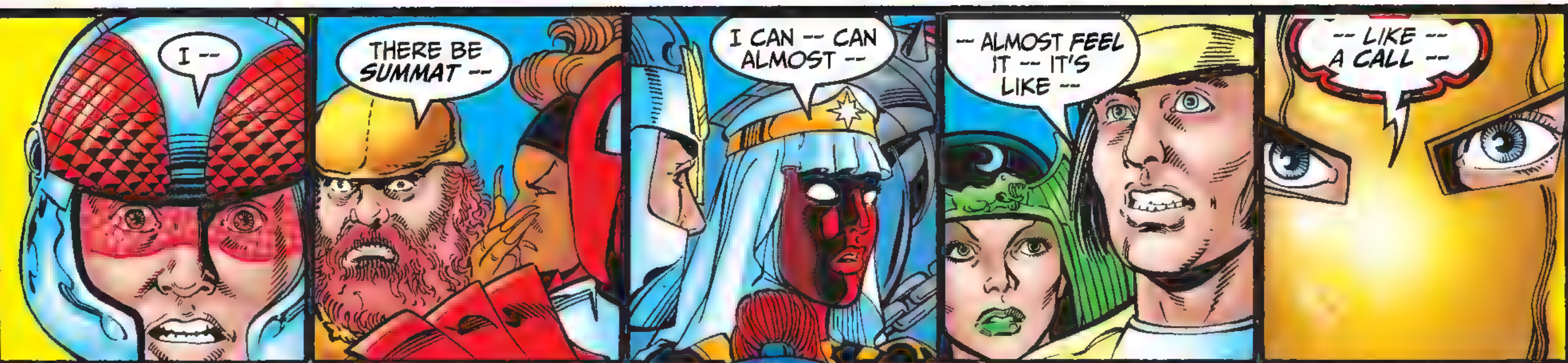
YES, ANGEL --
VANCE. I'M VANCE
ASTROVIK, FROM
SAUGERTIES, NEW
YORK --

-- AND
IF YOU JUST
LET YOURSELF,
YOU'LL REMEMBER WHO
YOU REALLY ARE, TOO.

HE FELT IT? BUT --
HE'S NEVER BEEN AN
AVENGER!

THAT'S NEVER BEEN A
REQUIREMENT, CLINT -- OR
DON'T YOU REMEMBER
YOUR OWN EARLY
DAYS?

ANYONE
ELSE?



YES! TRUST THAT CALL -- BELIEVE IN IT! YOU CAN FIND YOUR WAY BACK -- YOU CAN!

BUT THEN, AS SWIFTLY AS SMOKE DISSOLVES ON THE SUMMER BREEZE --



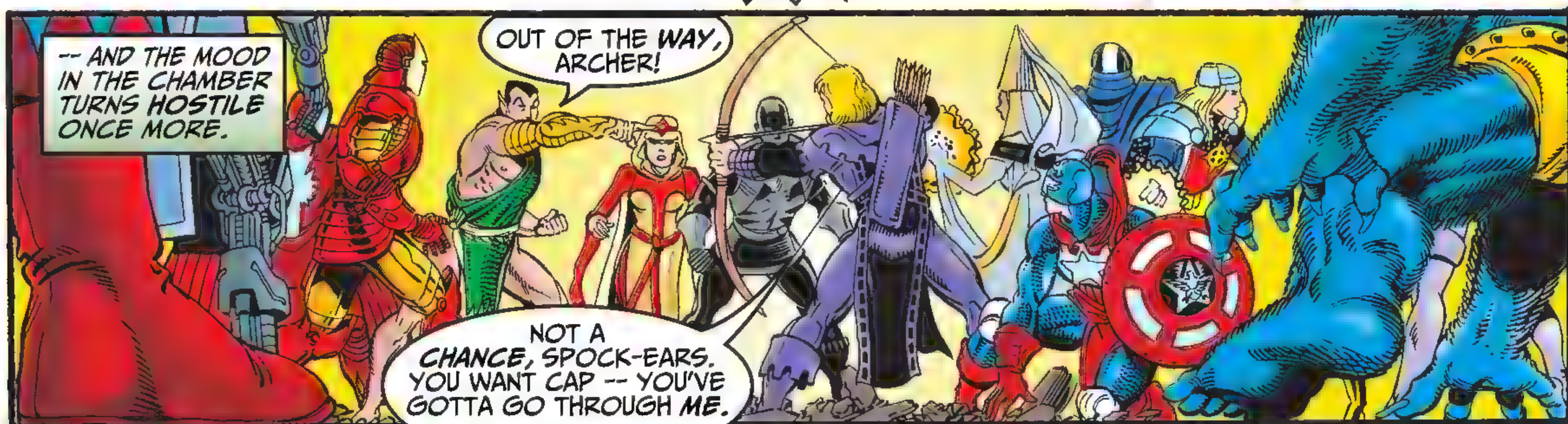
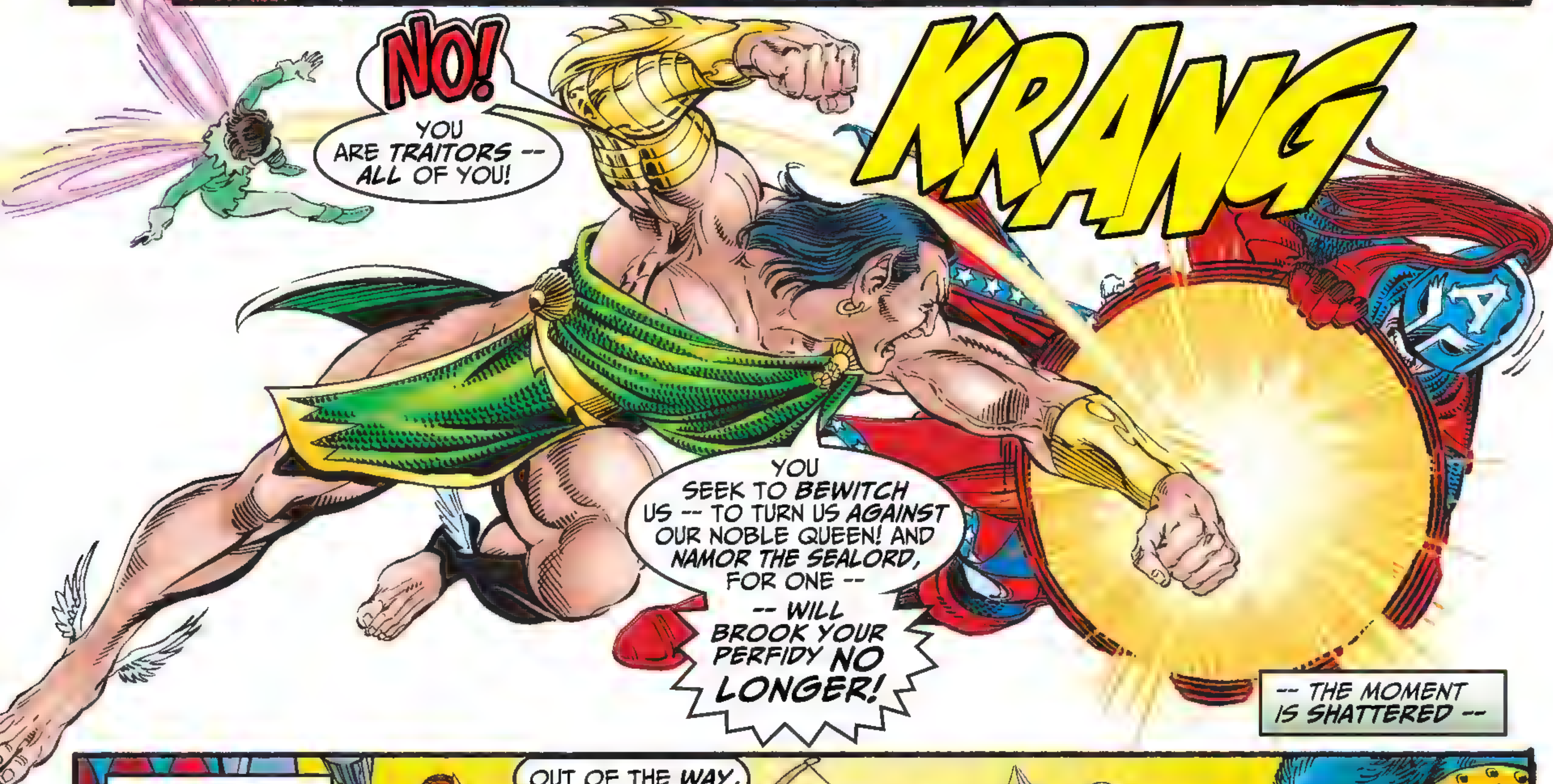
NO!

YOU ARE TRAITORS -- ALL OF YOU!

KRANG

YOU SEEK TO BEWITCH US -- TO TURN US AGAINST OUR NOBLE QUEEN! AND NAMOR THE SEALORD, FOR ONE -- -- WILL BROOK YOUR PERFDY NO LONGER!

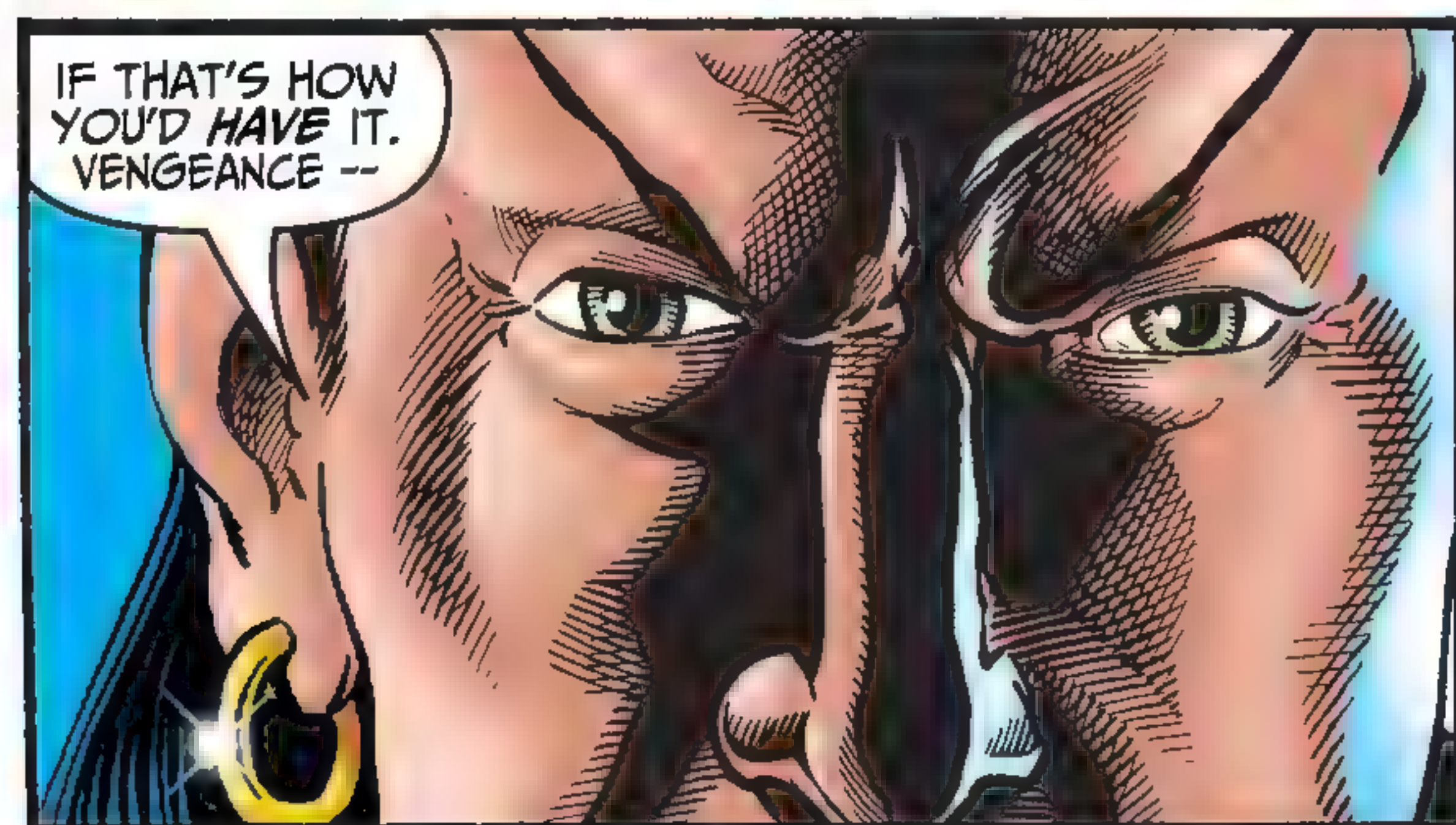
-- THE MOMENT IS SHATTERED --



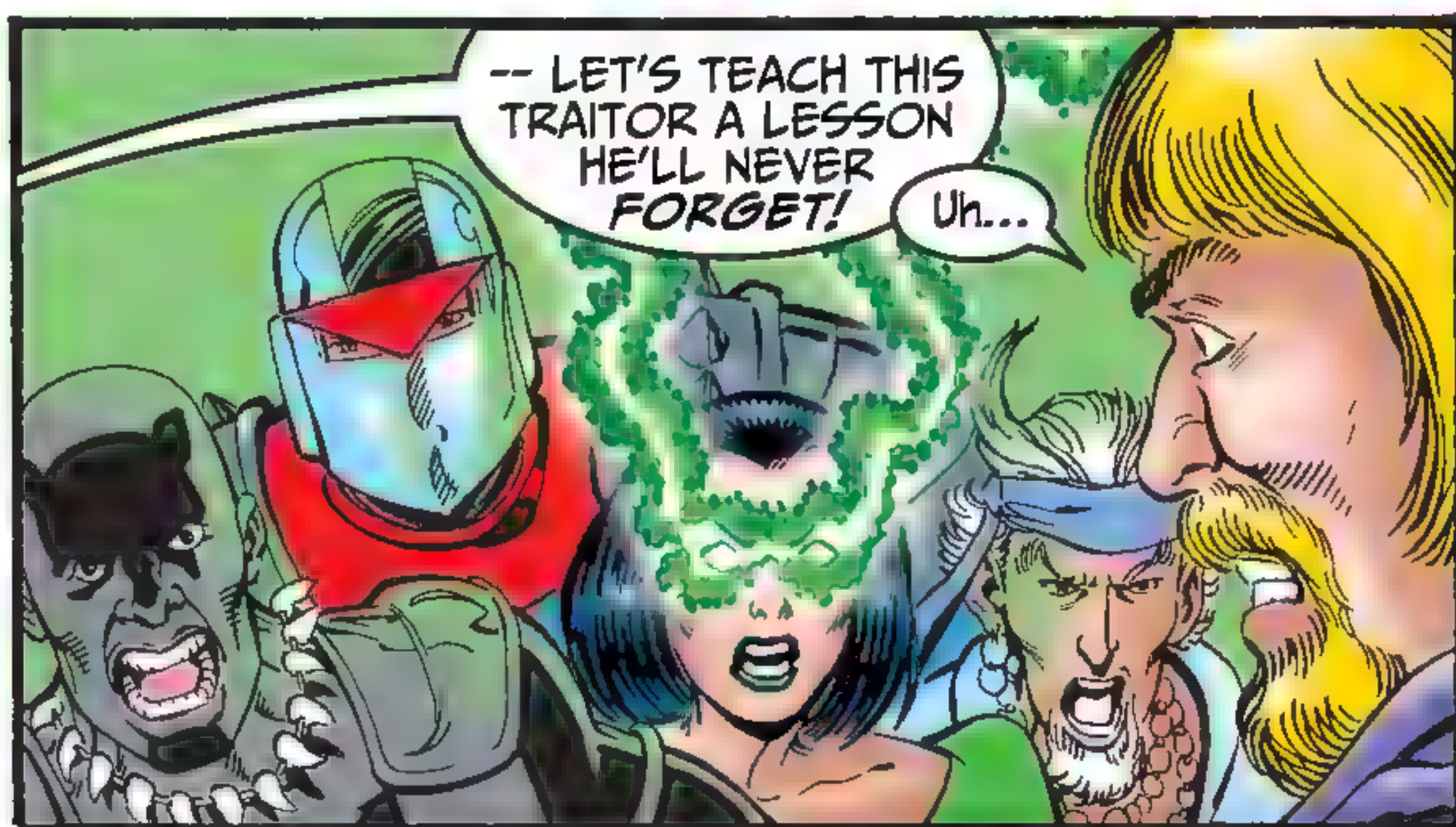
-- AND THE MOOD IN THE CHAMBER TURNS HOSTILE ONCE MORE.

OUT OF THE WAY, ARCHER!

NOT A CHANCE, SPOCK-EARS. YOU WANT CAP -- YOU'VE GOTTA GO THROUGH ME.

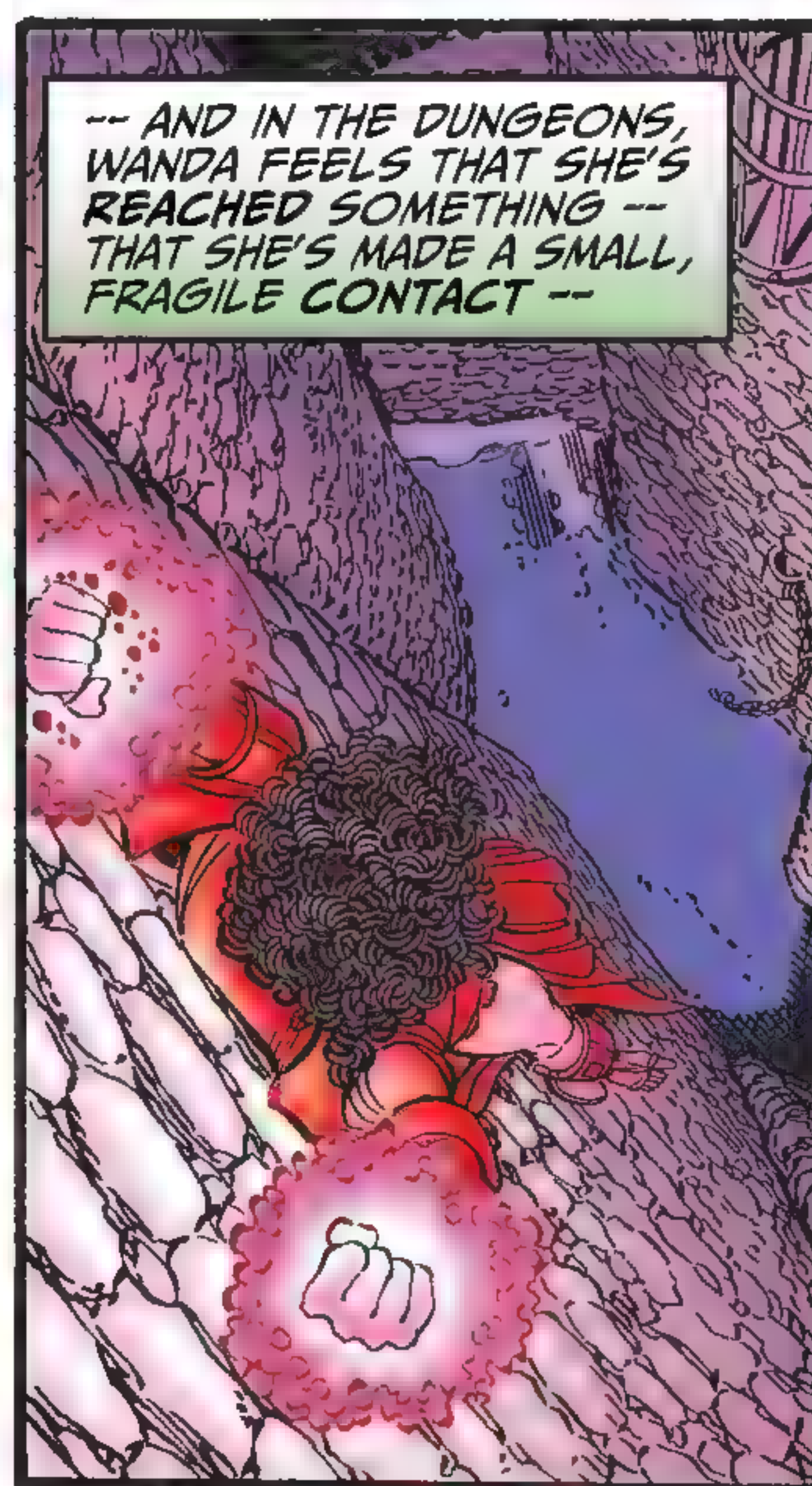
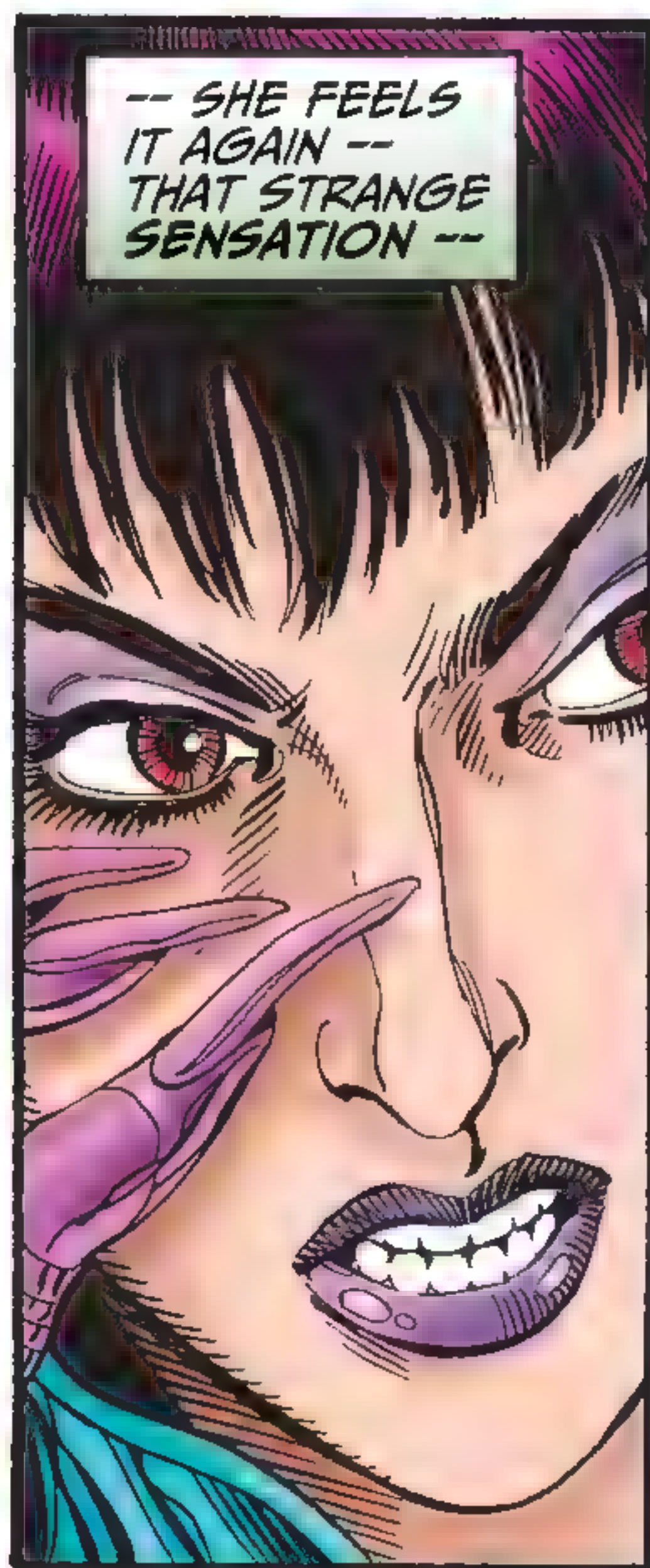
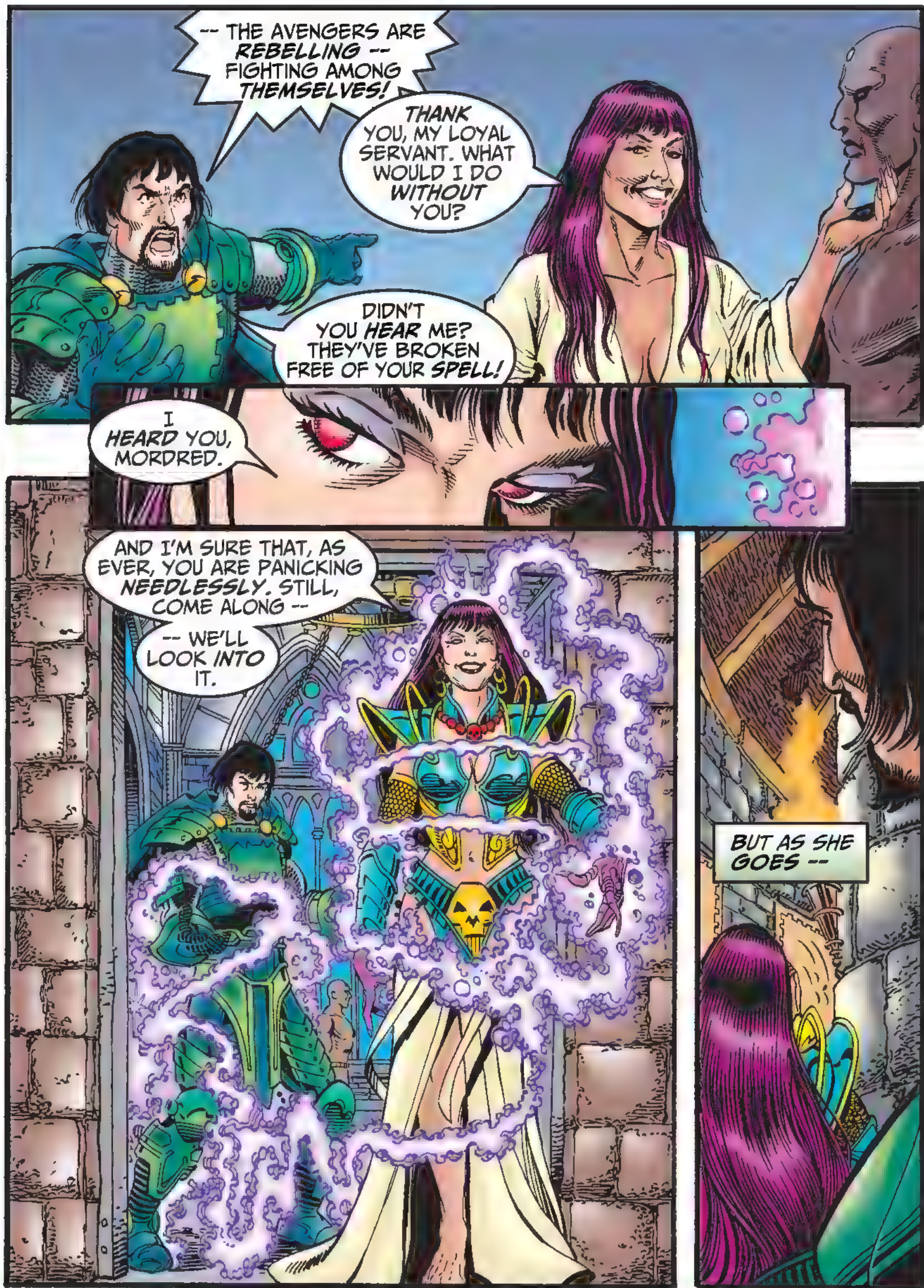
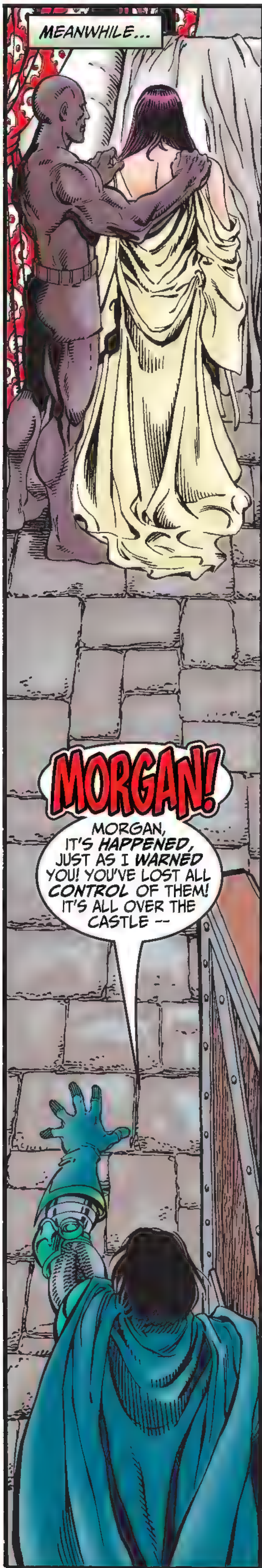


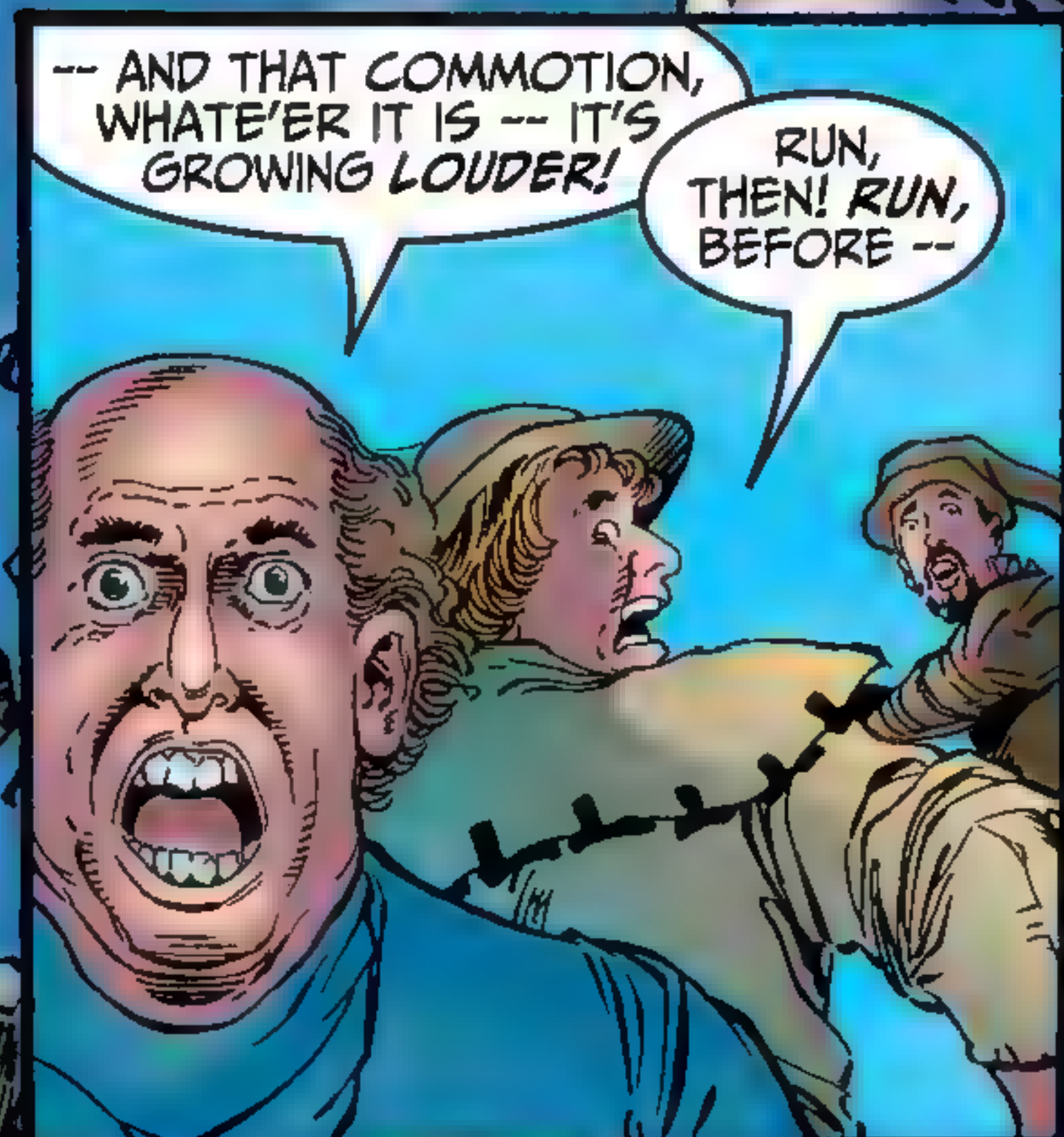
IF THAT'S HOW YOU'D HAVE IT. VENGEANCE --

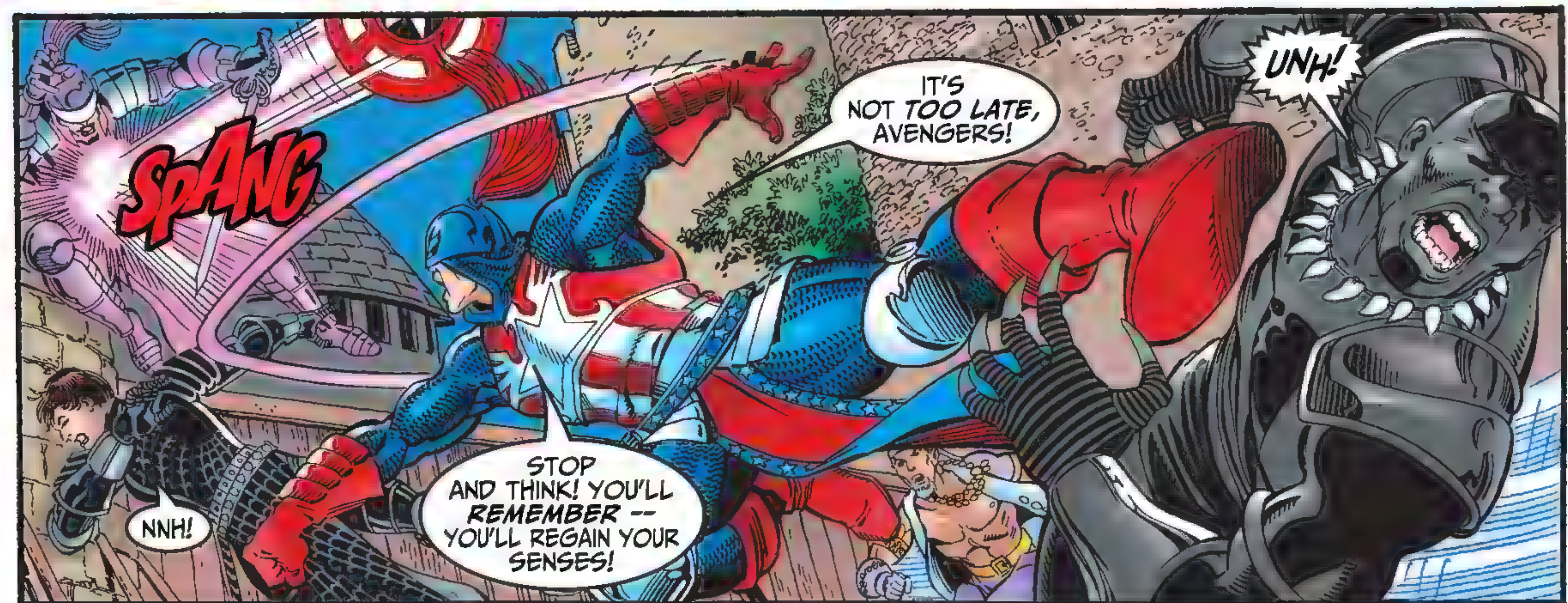
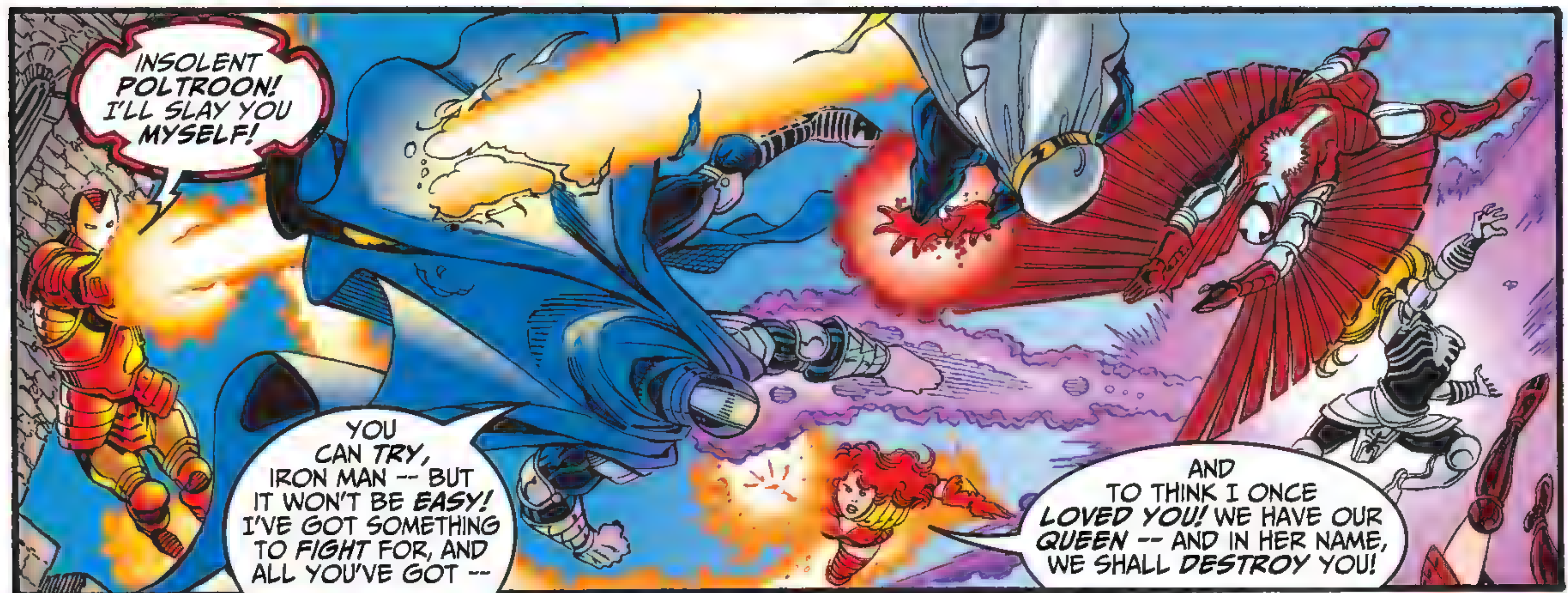
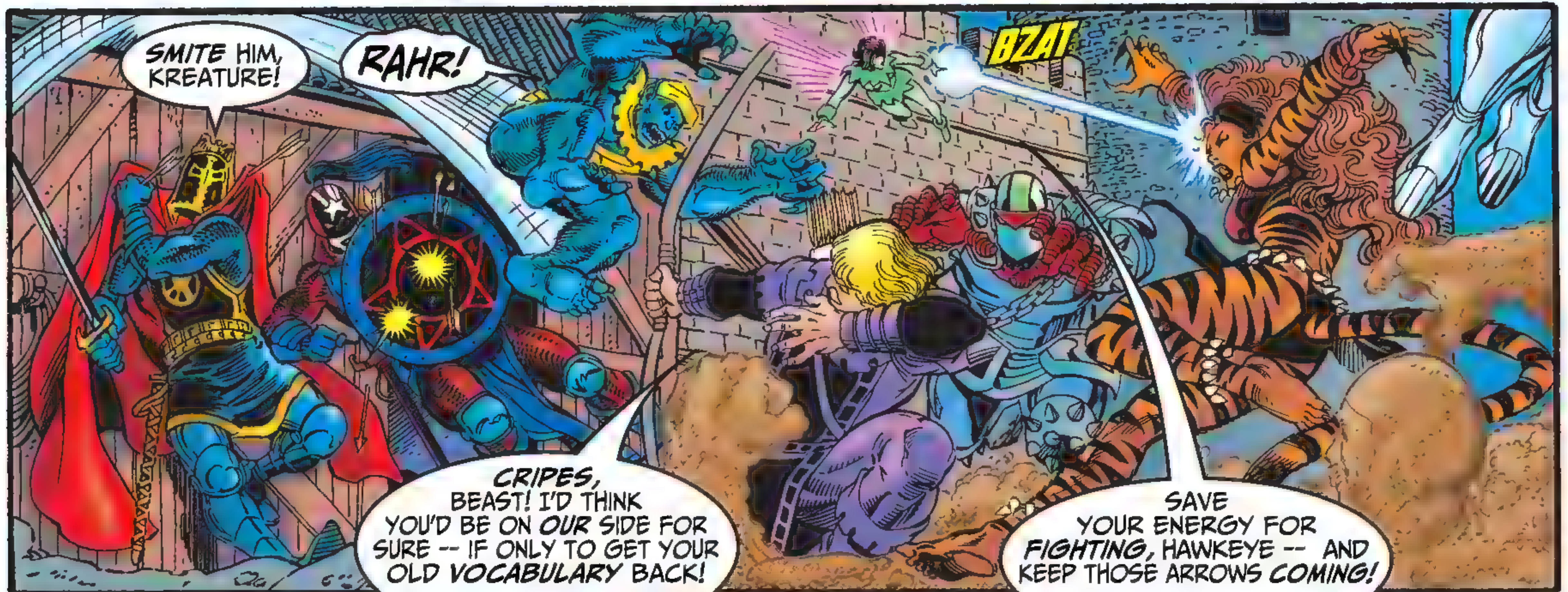
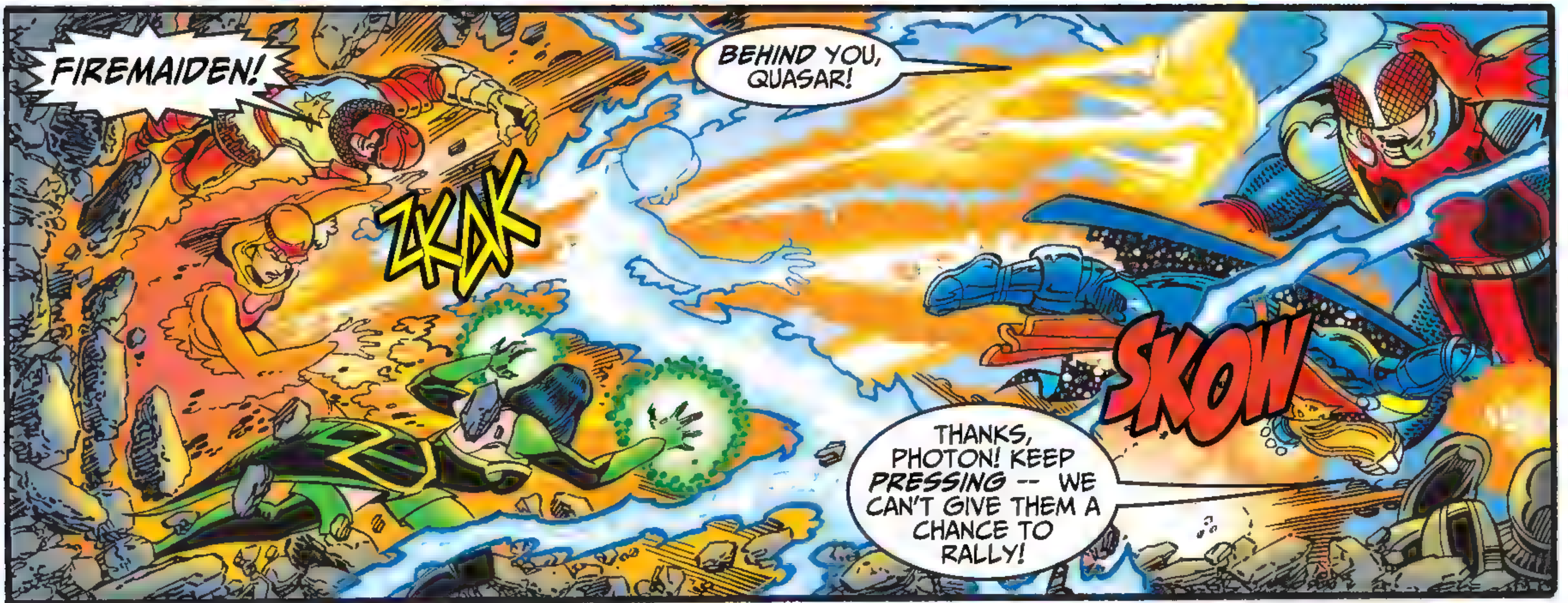


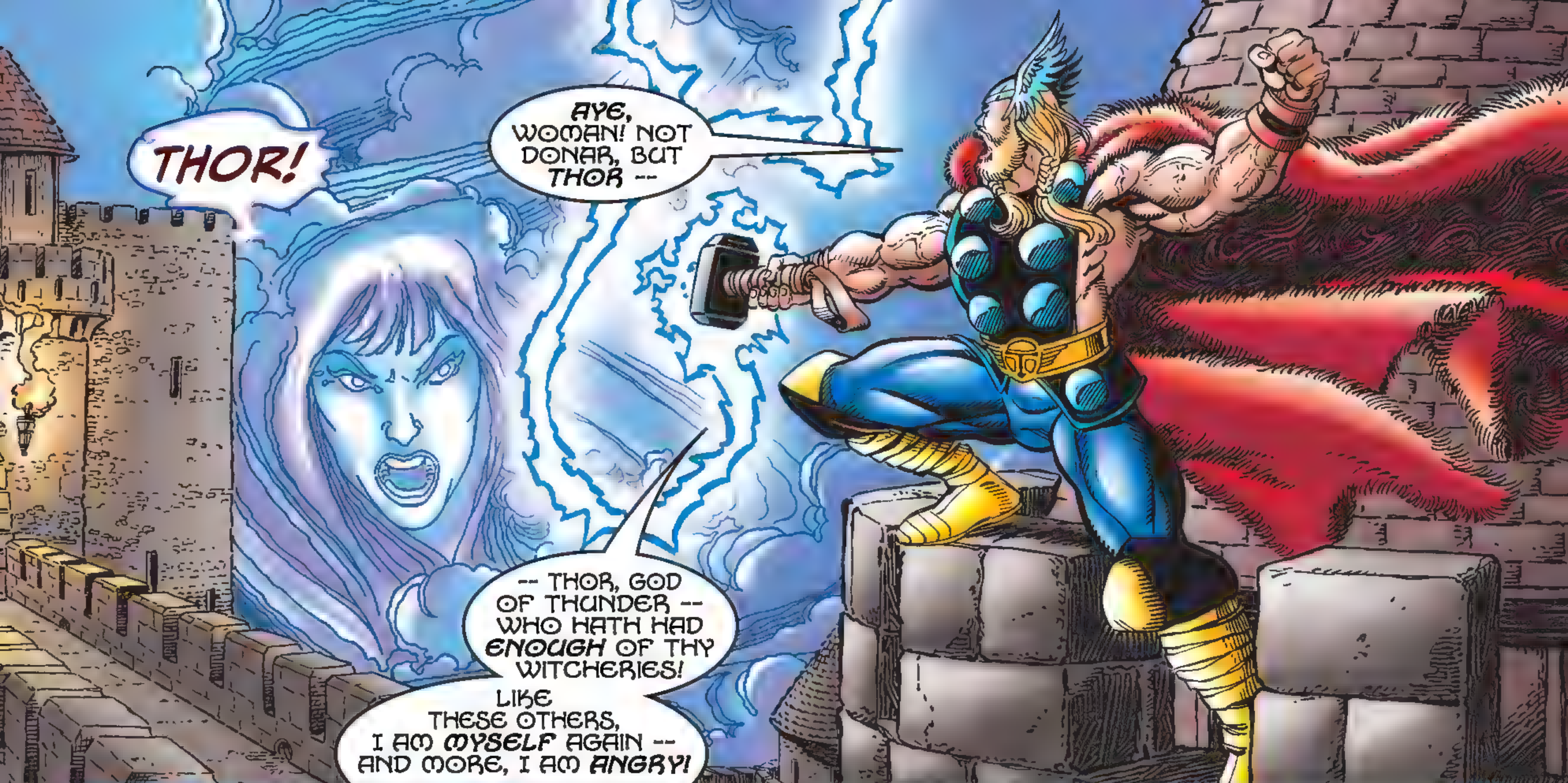
-- LET'S TEACH THIS TRAITOR A LESSON HE'LL NEVER FORGET!

Uh...







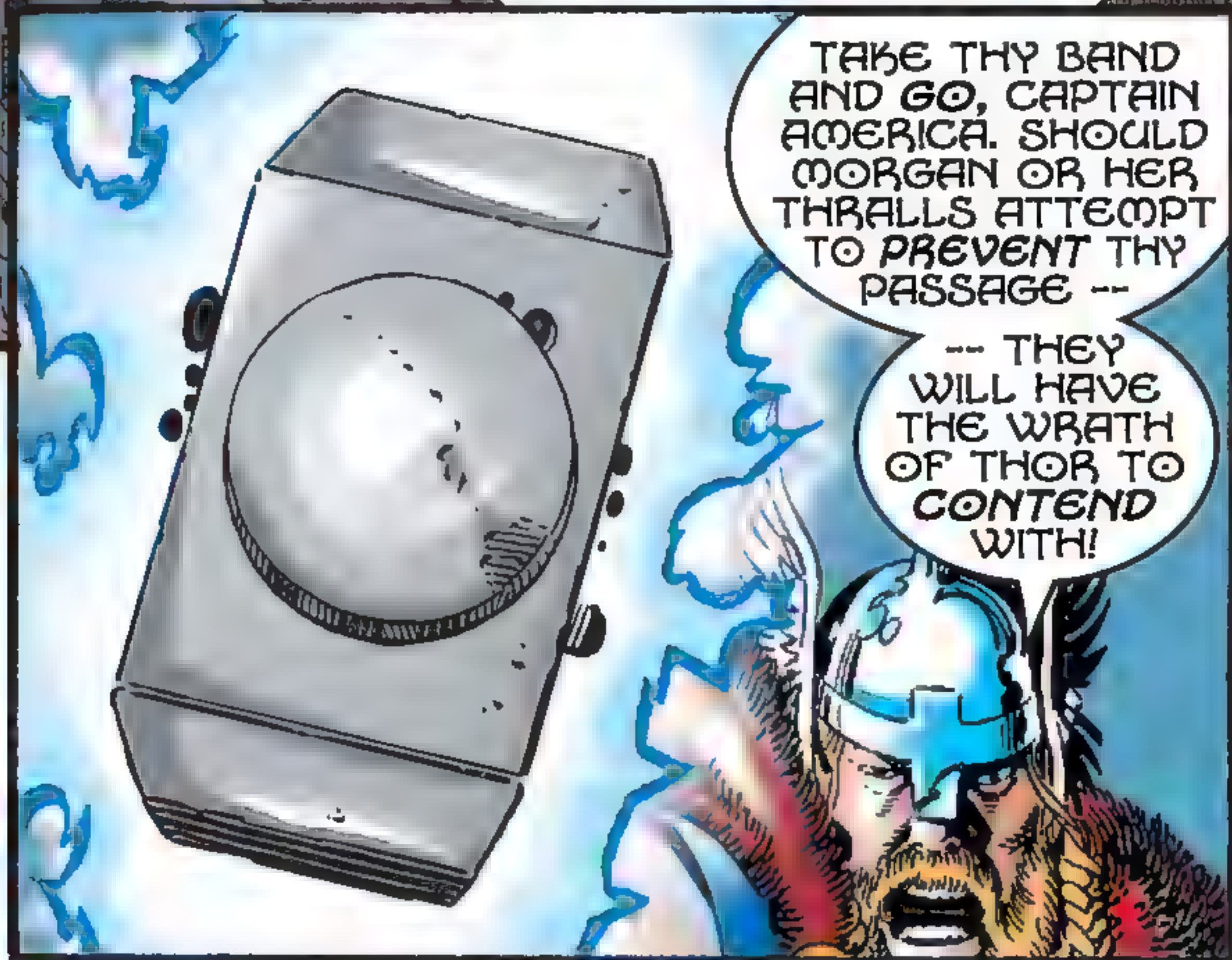


THOR!

Aye,
woman! Not
Donar, but
Thor --

-- Thor, God
of Thunder --
who hath had
enough of thy
witcheries!

Like
these others,
I am *myself* again --
and more, I am *angry*!



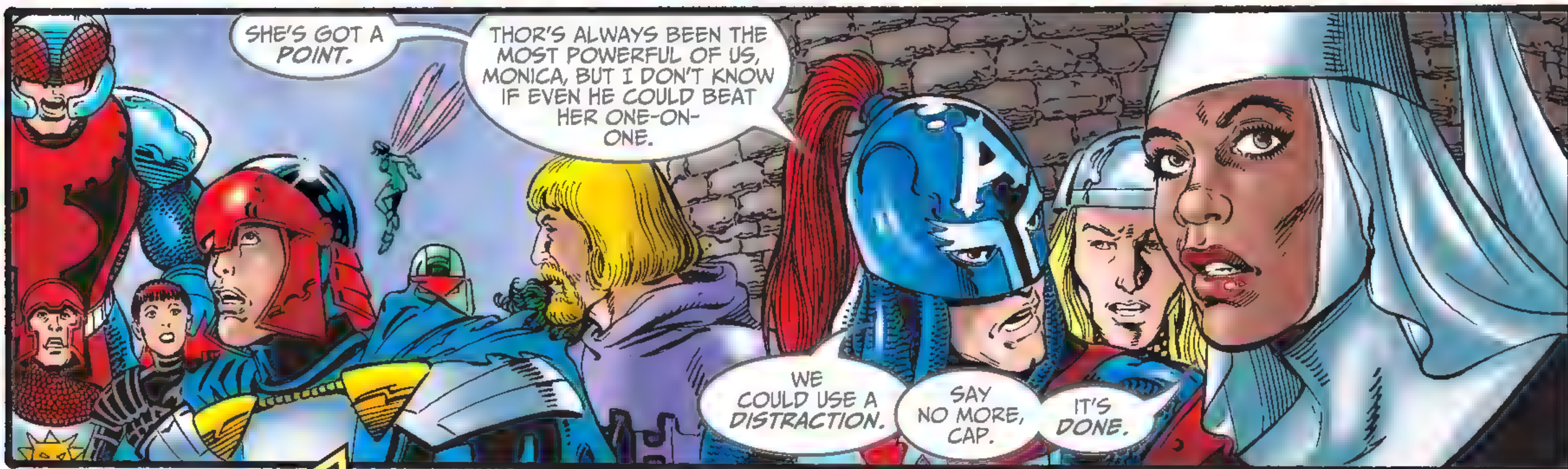
Take thy band
and go, Captain
America. Should
Morgan or her
thralls attempt
to *prevent* thy
passage --

-- They
will have
the wrath
of Thor to
contend
with!



You're as big a fool
as *he* is, Thunder
God.

You think you can
defeat *me*? In my
stronghold -- at the
very height of
my power?



She's got a
point.

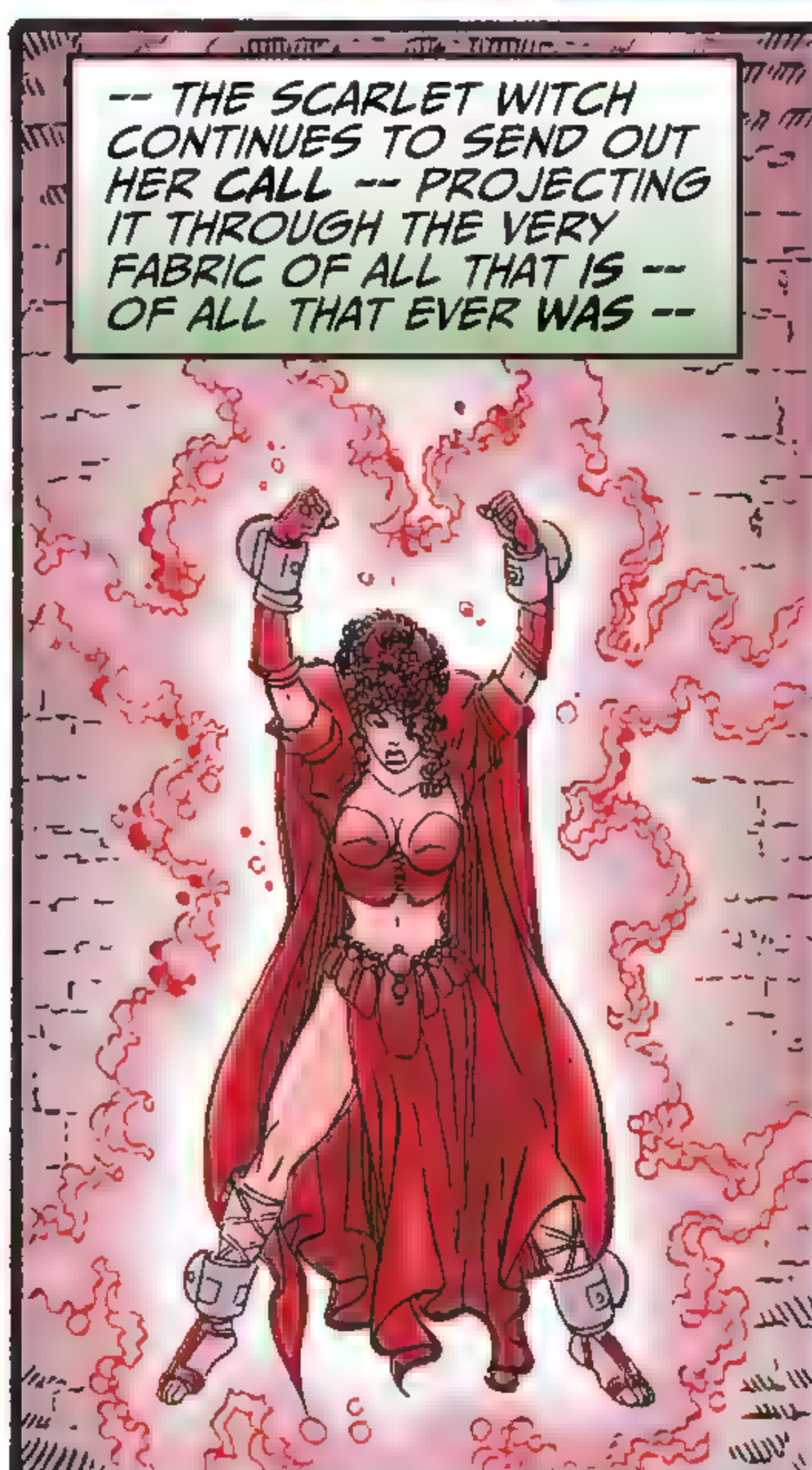
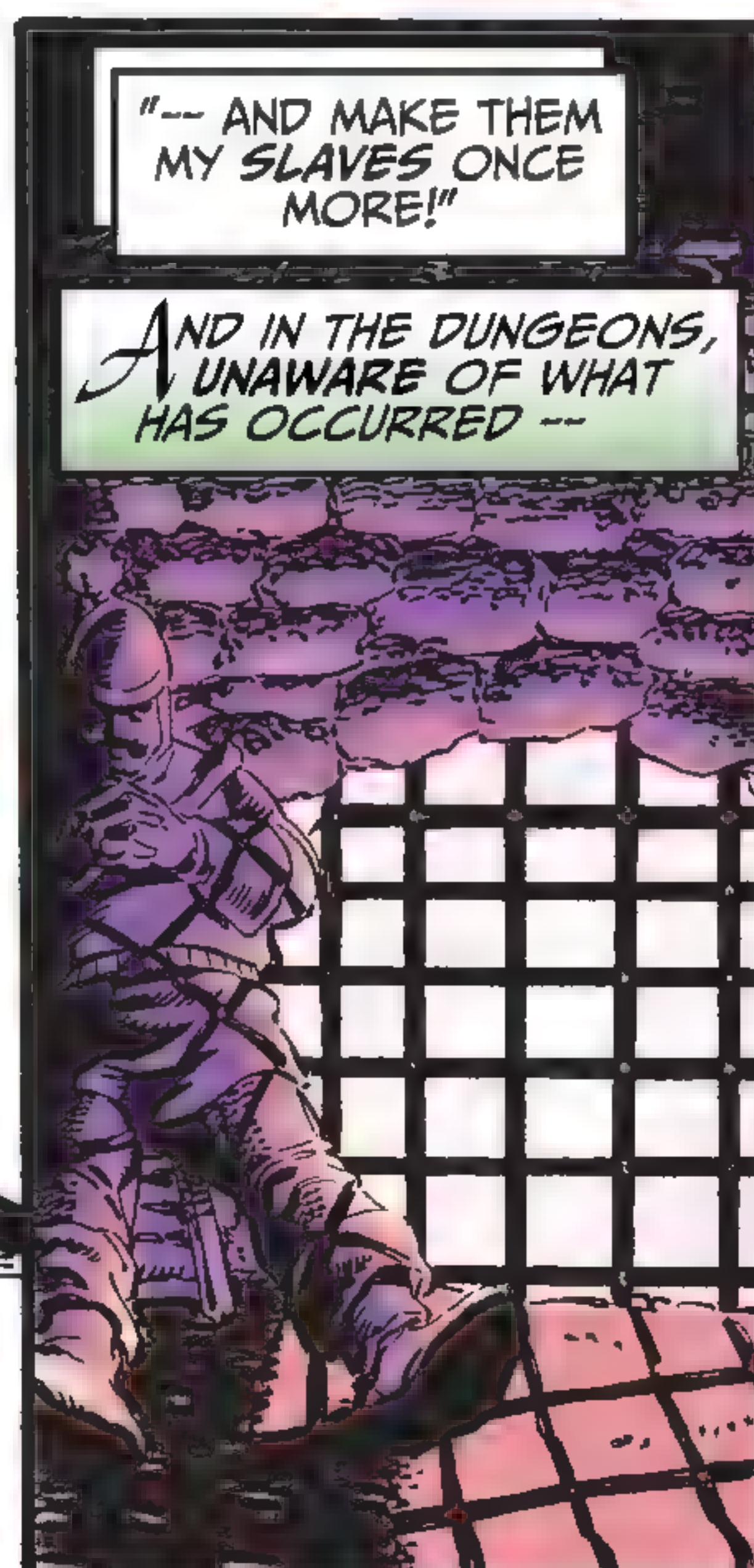
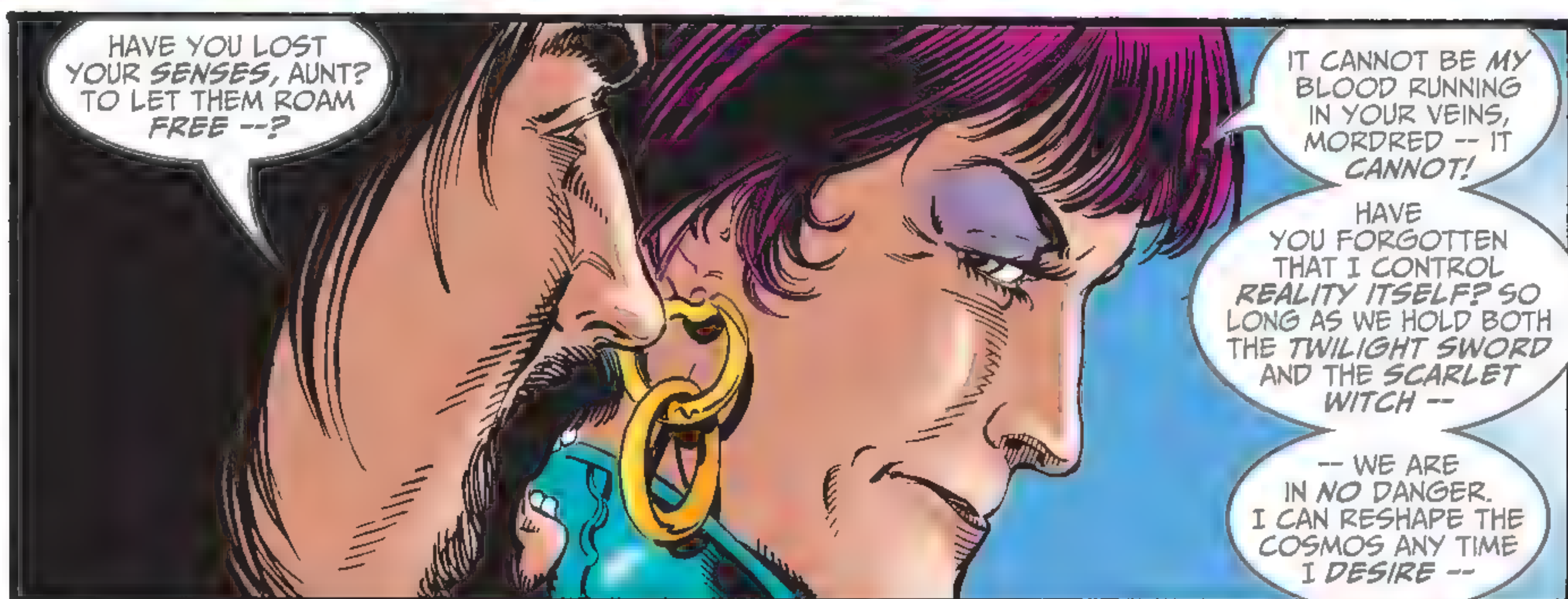
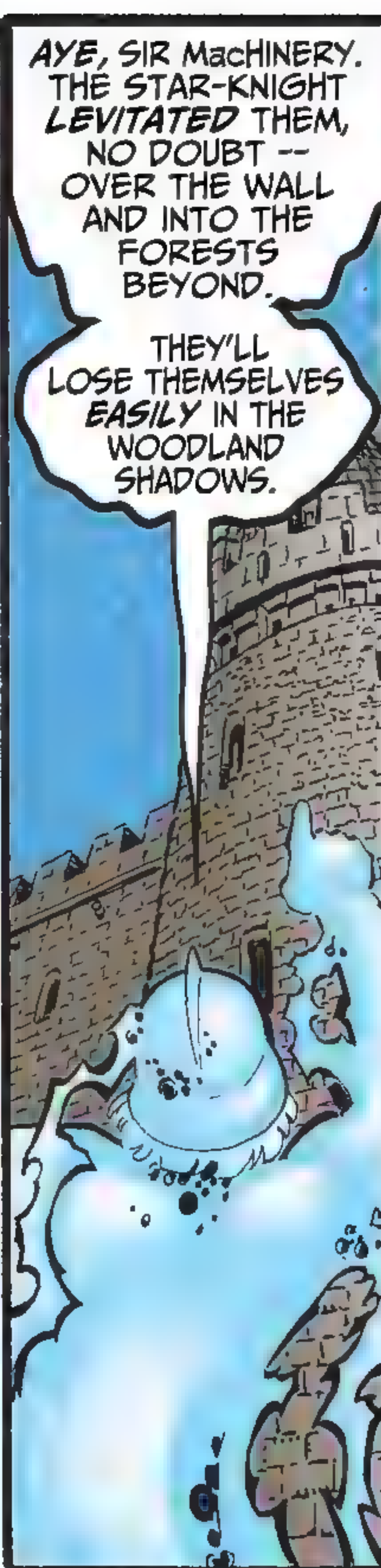
Thor's always been the
most powerful of us,
Monica, but I don't know
if even he could beat
her one-on-one.

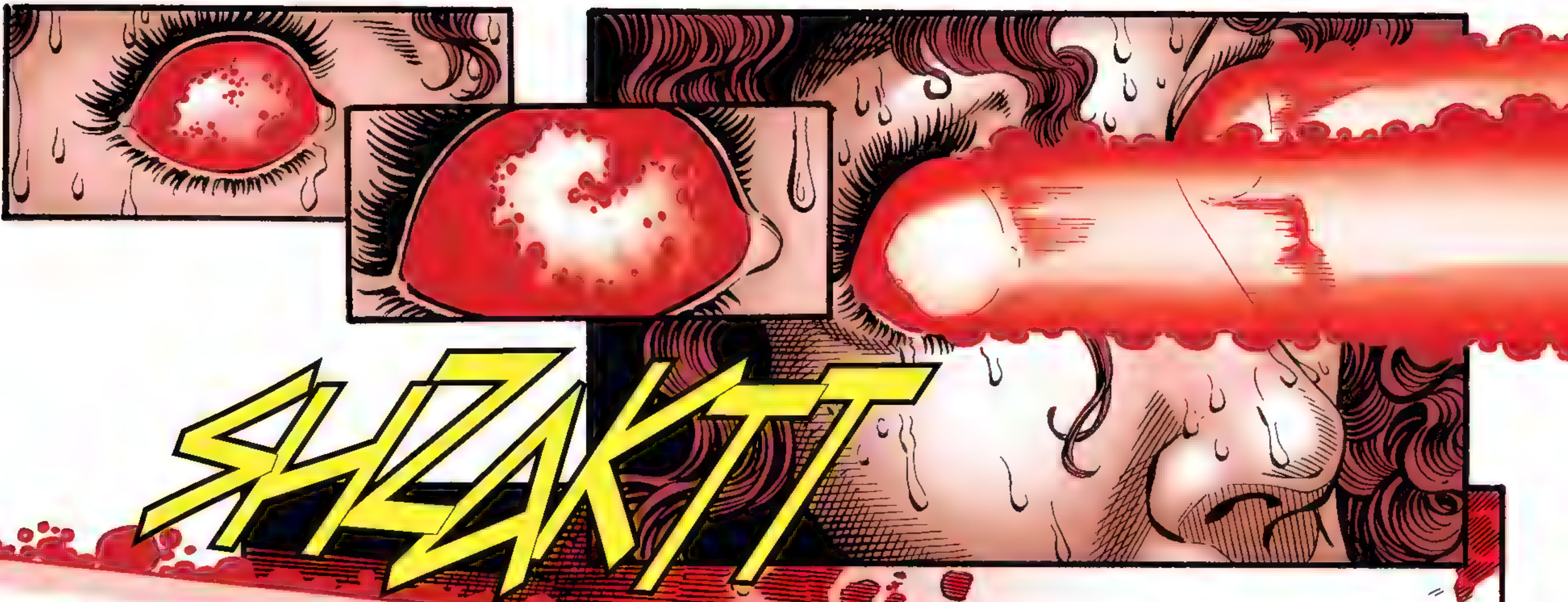
We
could use a
distraction.

Say
no more,
Cap.

It's
done.

AAAAA



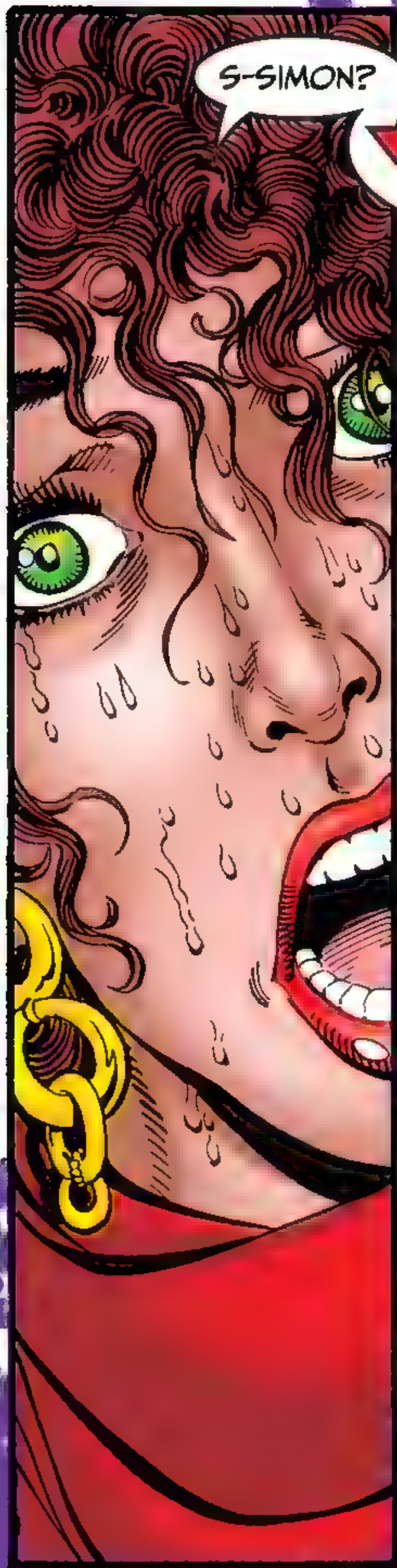


-- IT'S
ANSWERED.

IT'S
ALL RIGHT,
WANDA -- I'M
HERE. I'M
HERE.

S-SIMON?

**WONDER
MAN?**



**Next Days of
Wonder...**

MARVEL[®]
COMICS



APR
#3

APPROVED
BY THE
COMICS
CODE
AUTHORITY

EARTH'S MIGHTIEST HEROES

the AVENGERS[®]

BUSIEK
PÉREZ
VEY

BACK FROM
THE DEAD...
WONDER
MAN![™]

GEORGE
PÉREZ

DEEP IN THE FORESTS OF CORNWALL,
NEAR TINTAGEL HEAD, IN A WORLD
NOT OURS-- A WORLD TRANSFORMED
FROM THE ONE WE KNOW--

-- A MOST UNLIKELY
COMBAT RAGES--

KRAK THUD WRAK KZAM BRZAKKT

HO, STRIPLING!
THOU SHALL NOT
ESCAPE THE
THUNDERBOLTS
OF THOR!

UH--
AH--

KRAK KATT

ONE ELECTRO-
DISRUPTION ARROW.
THAT'S ALL I
ASK--!

NO
SUCH LUCK,
HAWKEYE!

TUNK TUNK TUNK TUNK

VAMM

ZAT ZAT ZAT ZIT ZOT
OW!
AH!
OWP!

SORRY,
QUASAR-- BUT
IT'S FOR YOUR
OWN GOOD--

OW!

AH!

OW!

ALL RIGHT,
EVERYBODY--

HUH?

STOP!

-- FOR WHEREVER THEY ARE -- THE AVENGERS MUST BE PREPARED.

NOT BAD. BUT ENOUGH SOLO WORK -- LET'S TRY SOME TEAMWORK DRILLS.

NOT BAD, CAP? WITH OUR POWERS? SURE, YOUR SIDE'S GOT THOR, BUT--

POWER ISN'T EVERYTHING, QUASAR. YOU COULD HAVE QUANTUM-ARMORED UP, FOR INSTANCE -- IF THE WASP HAD LET YOU CONCENTRATE.

POINT TAKEN.

AND PHOTON-- DON'T DEPEND SO MUCH ON INTANGIBILITY. WHAT IF HAWKEYE COULD HAVE DISRUPTED YOU?

AYE-AYE, SIR.

NICE EVASIVE WORK, JUSTICE.

SHEER TERROR'LL DO THAT, SIR. IF I'D DONE IT YESTERDAY, MAYBE I'D--

DON'T BE TOO HARD ON YOURSELF, VANCE.

"WE WERE UP AGAINST OVER TWO DOZEN MIND-CONTROLLED AVENGERS, AND WE ESCAPED* -- THAT'S NO SMALL FEAT. BE PROUD OF IT."

*LAST ISSUE -- TOM

SO, CAP-- HOW DOES IT FEEL TO LEAD THE MERRY MEN OF SHERWOOD?

ROBIN HOOD? I'D HAVE --

YOU'D HAVE SAID KING ARTHUR.

BUT FACE IT -- MEDIEVAL WORLD, SMALL BAND OF OUT-LAWS, USURPER -- IT'S ROBIN HOOD ALL THE WAY.

SO WHEN DO WE DRESS UP LIKE MONKS AND SNEAK INTO THE CASTLE?

CREEPING AROUND LIKE THAT ISN'T MY WAY, HAWKEYE.

THEN... WHAT IS, CAP? WHAT DO WE DO?

WE WAIT FOR LEFAY TO MAKE A MISTAKE, AND WE FREE THE OTHERS.

AND YOU'RE SURE SHE'LL SLIP UP? SHE'S DONE PRETTY WELL SO FAR.

IF SHE COULD WORK WITHIN A FUNCTIONING SYSTEM, SHE'D HAVE ACHIEVED SUCCESS WITHIN SOCIETY, INSTEAD OF BREAKING ALL THE RULES.

SHE'LL SLIP UP-- COUNT ON IT.

Stan Lee
Presents:

ONCE AN AVENGER...

Part
3

Fata Morgana

Plot by
Busiek

by
George Perez

Art by
Tom Vey

Colors by
Chris Cross
Digital Chameleon
Bob Harras

NOW LISTEN CLOSELY, YOU IGNORANT PIECE OF FILTH, BECAUSE I'M ONLY GOING TO SAY THIS ONCE.

I ESCAPED THE REBIRTH OF ATTILAN. I CALLED THE DENIZENS OF RUINED ASGARD TO EARTH. I STOLE THE MYSTIC NORN STONES FROM THIN AIR!

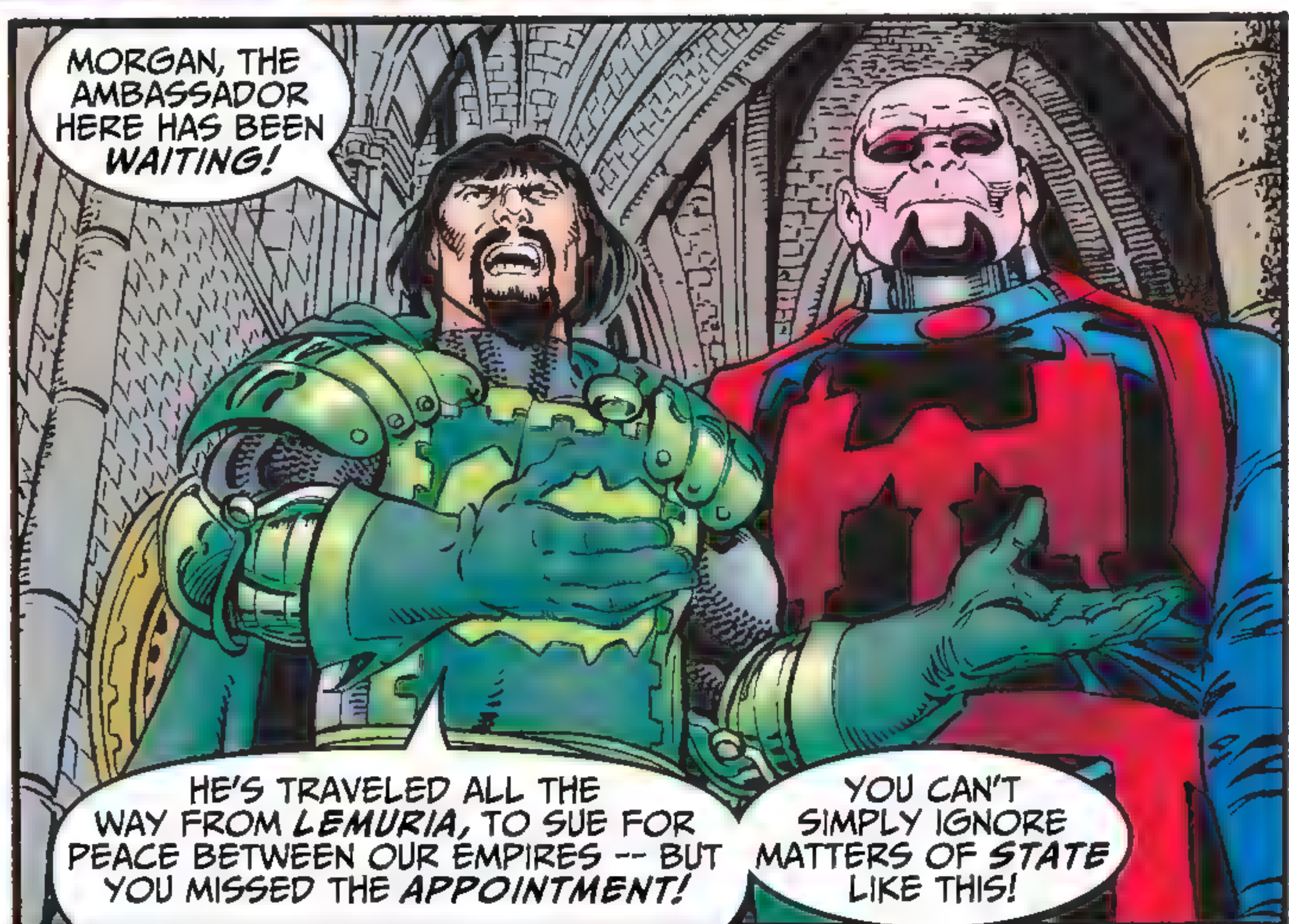
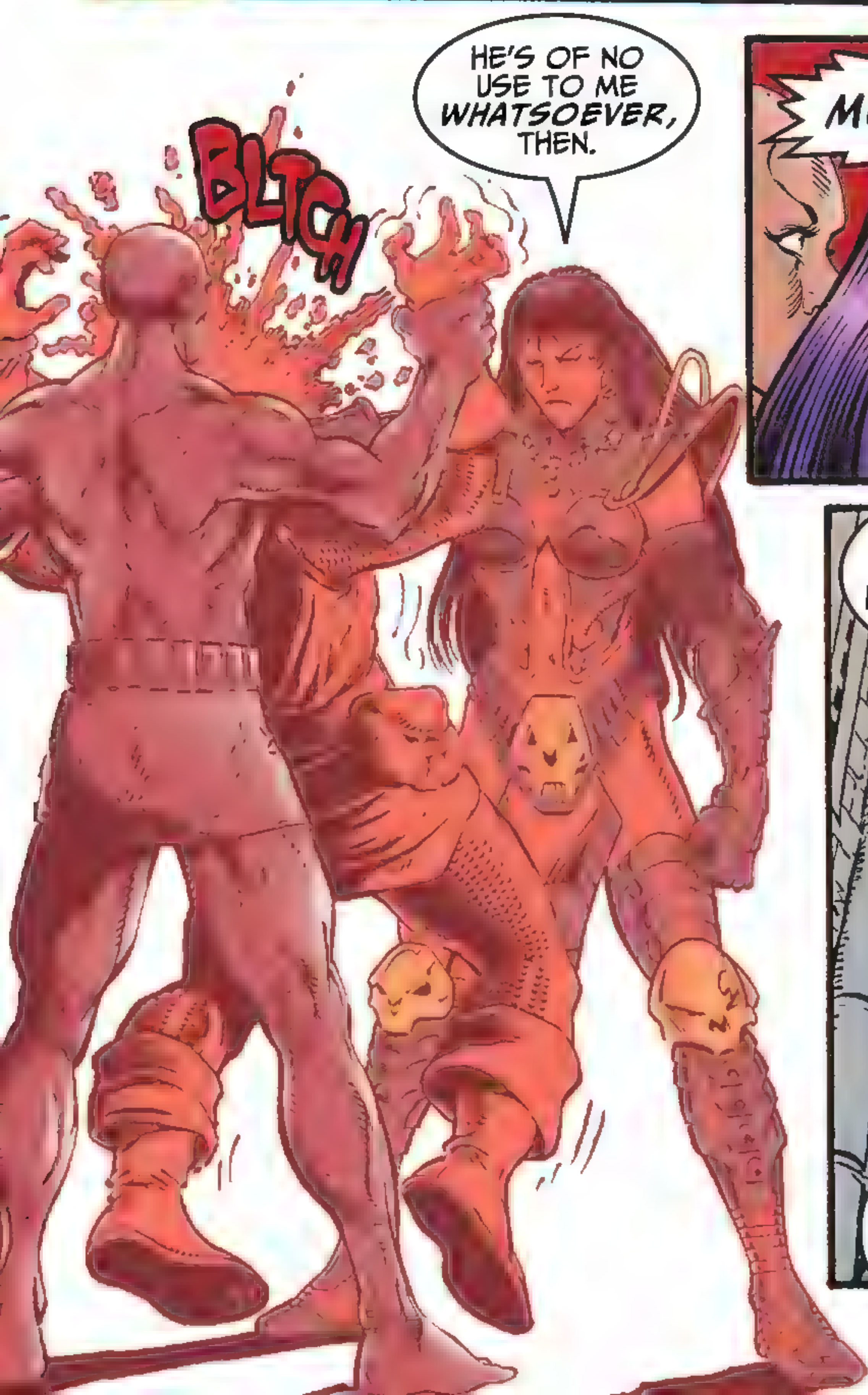
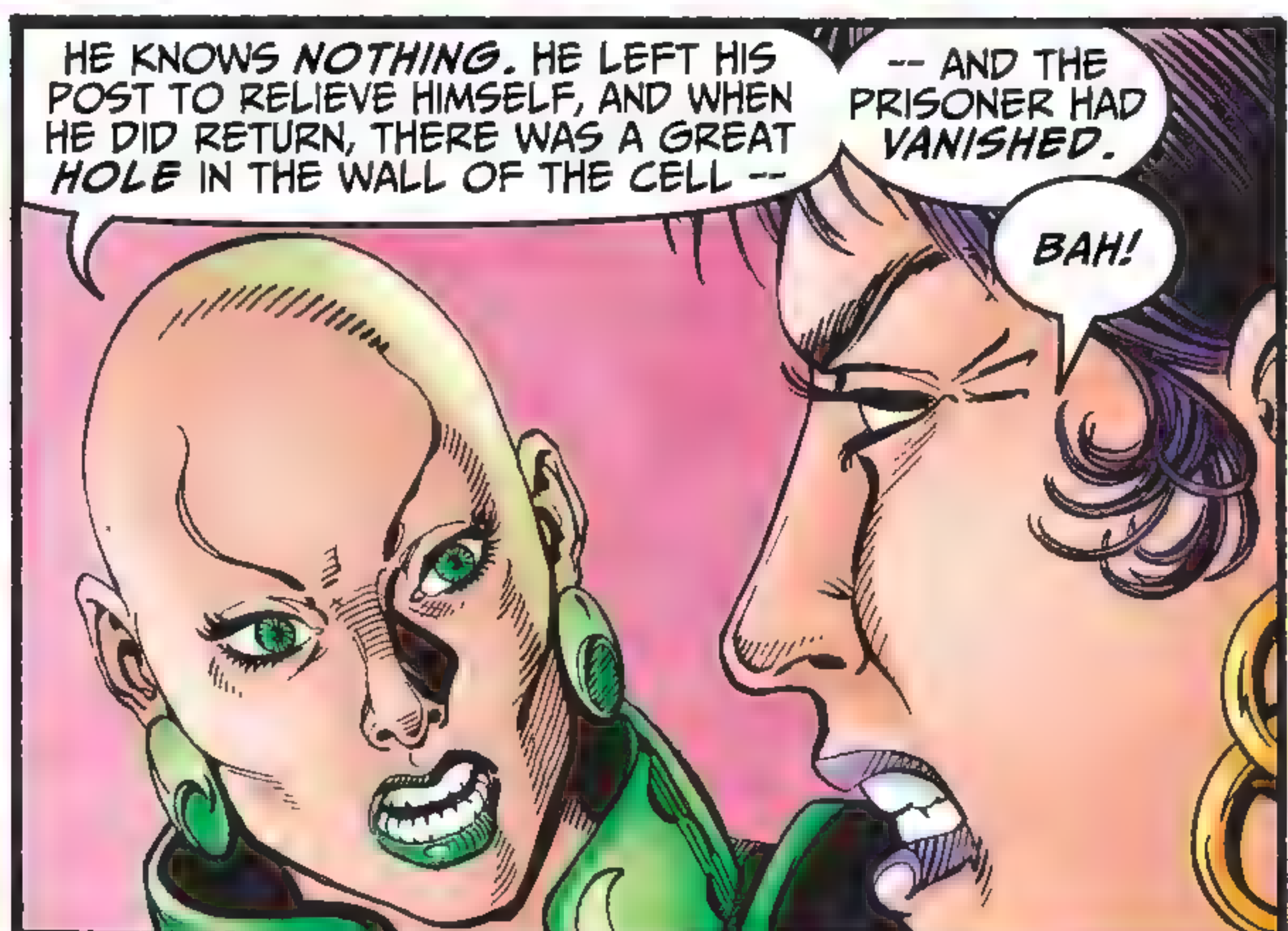
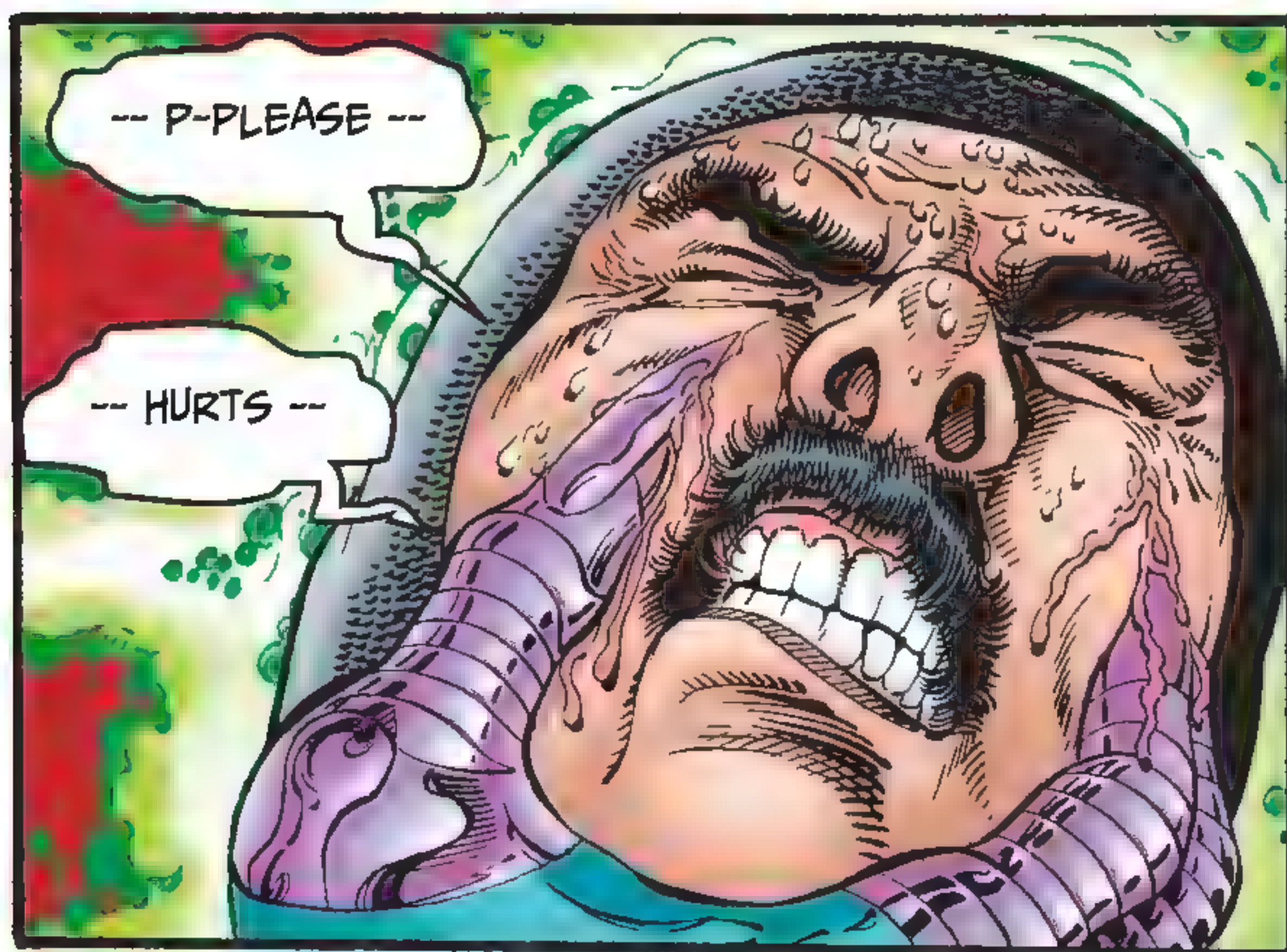
AND WITH THEIR POWER, AND THAT OF THE APOCALYPTIC TWILIGHT SWORD, I REMADE THE WORLD -- REMADE IT IN MY IMAGE!*

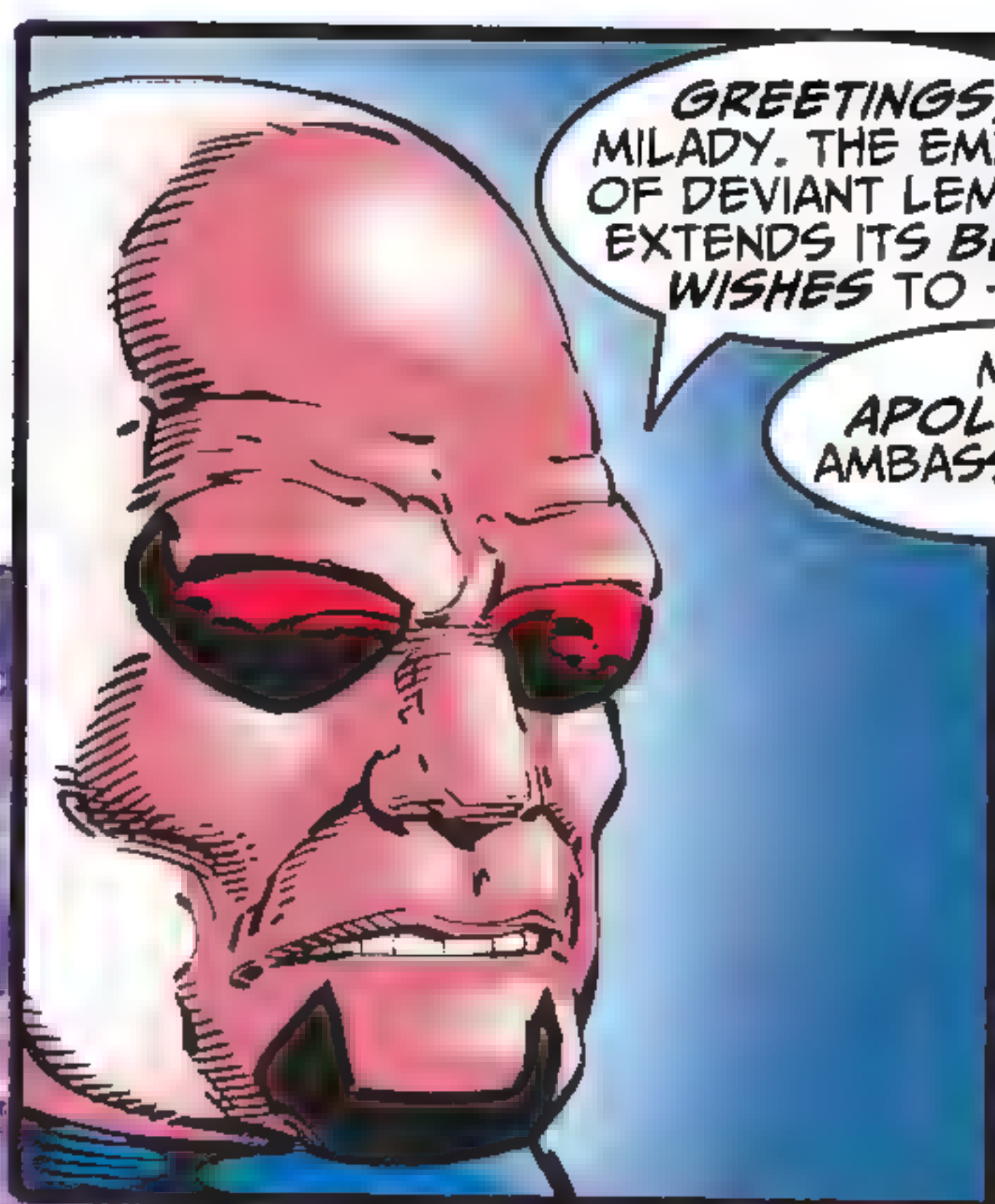
I, MORGAN LE FAY, RULE REALITY -- AND THE MIGHTY AVENGERS SERVE ME AS MY LOYAL SLAVES! AND ALL THIS SPECTACLE, ALL THIS MAJESTY --

-- IT DEPENDS ON TWO THINGS ONLY. THE TWILIGHT SWORD -- AND THE POWER OF THE SCARLET WITCH, WHICH ALLOWS ME TO WIELD IT!

SO TELL ME, YOU DROOLING IMBECILE. TELL ME THE ONE THING IT IS YOUR RESPONSIBILITY TO KNOW. I HAVE THE TWILIGHT SWORD --

* LET'S SEE -- THAT'D COVER THE AFTERMATHS OF **FANTASTIC FOUR: ATLANTIS RISING #2** AND **JOURNEY INTO MYSTERY #514**, AS WELL AS **MARVEL TEAM-UP #4**, OUR LAST TWO ISSUES AND A HOST OF OTHER MARVEL MILESTONES!
-- REFERENCE-HAPPY TOM





GREETINGS,
MILADY. THE EMPIRE
OF DEVIANT LEMURIA
EXTENDS ITS BEST
WISHES TO --

MY
APOLOGIES,
AMBASSADOR --



-- BUT
I REALLY DON'T
HAVE TIME FOR
YOU RIGHT
NOW!

FRATSTHH

MORGAN!



I DON'T BELIEVE YOU, MORDRED!
YOU BECOME ONE OF THE RULERS
OF THE WORLD, AND ALL IT MEANS
TO YOU IS MEETINGS AND
PROTOCOL!

LEMURIA,
THE PICTS,
MANDARIN CHINA --
THEY'RE NOTHING,
NOTHING!

THEY EXIST
MERELY TO
AMUSE US, AND CAN
BE DESTROYED
AT WILL!

BUT --
BUT --

ALL THAT
MATTERS -- ALL THAT
MATTERS -- IS MAINTAINING
OUR POWER THROUGH
POSSESSION OF THE
SWORD AND THE
WITCH!

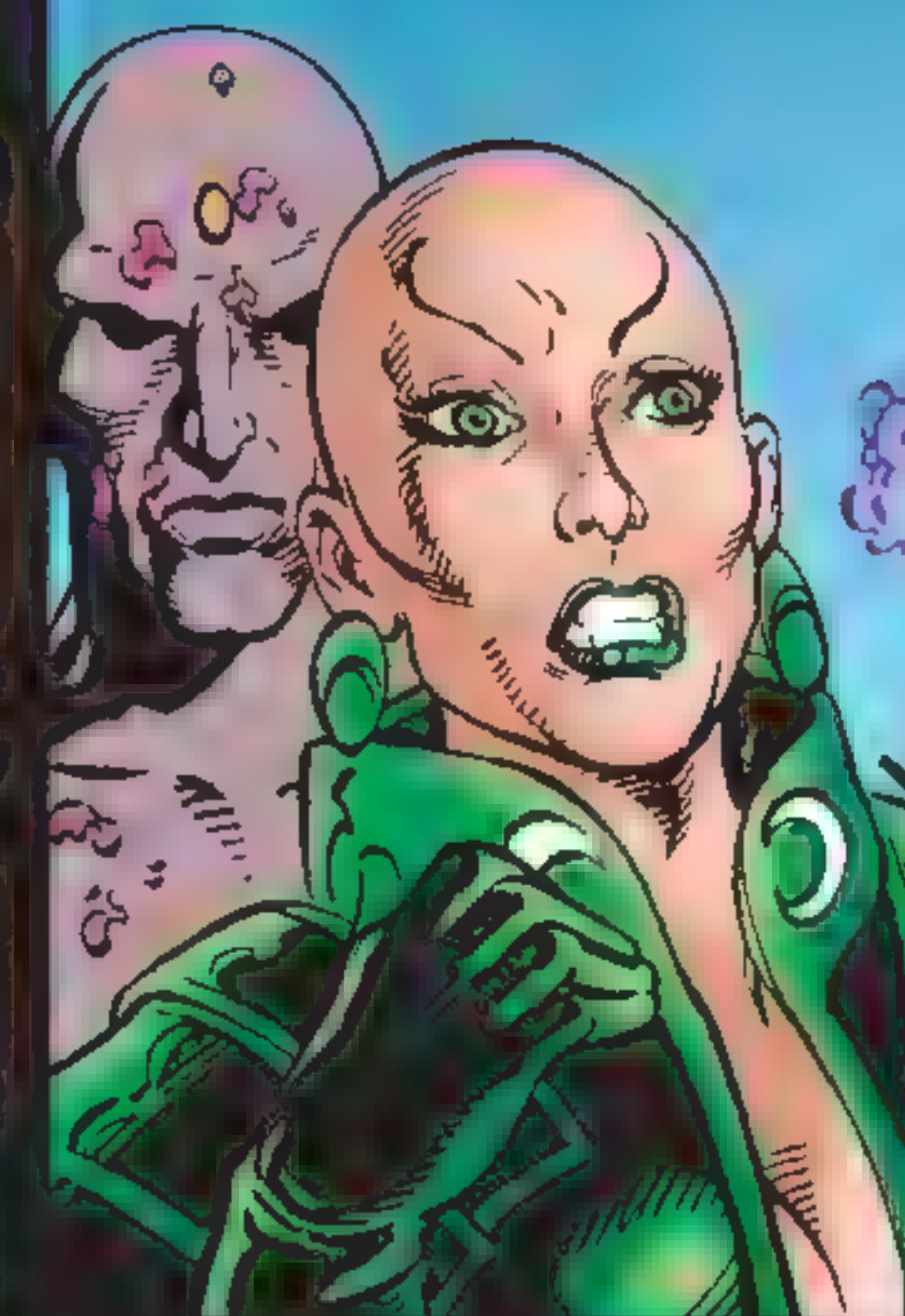
AND
WHEN ONE OF
THEM WANDERS
OFF --

-- EVERYTHING ELSE IS
SECONDARY TO RECLAIMING IT!
EVERYTHING!
DO YOU UNDERSTAND
THAT? DO YOU?!

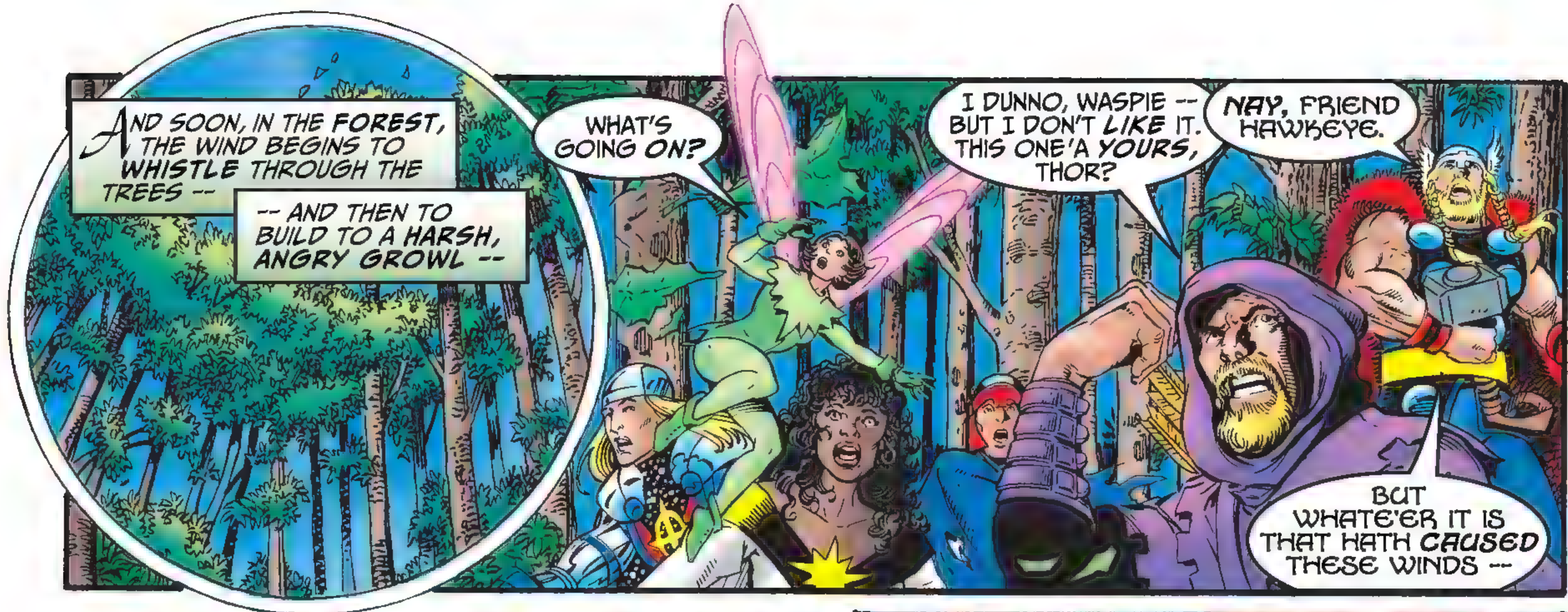
Y-YES, MY
AUNT -- !

GOOD. THEN DON'T
BOTHER ME WITH ANY MORE
AMBASSADORS.

SELENE! USE YOUR
MENTAL SORCERY TO
LOCATE YEOMAN AMERICA
AND THE OTHER TRAITORS.
THIS MUST BE THEIR
DOING.



IMMEDIATELY,
MY QUEEN.



AND SOON, IN THE FOREST, THE WIND BEGINS TO WHISTLE THROUGH THE TREES --

-- AND THEN TO BUILD TO A HARSH, ANGRY GROWL --

WHAT'S GOING ON?

I DUNNO, WASPIE -- BUT I DON'T LIKE IT. THIS ONE'S YOURS, THOR?

NAY, FRIEND HAWKEYE.

BUT WHATE'ER IT IS THAT HATH CAUSED THESE WINDS --



"-- IT TRAVELS HENCE!"

AVENGERS! YOU BROKE FREE OF MY SPELL -- AND I FELT THE SPORT OF RECAPTURING YOU WOULD BE DIVERTING ENOUGH TO LET YOU LIVE!

BUT HEAR ME, AND HEAR ME WELL --



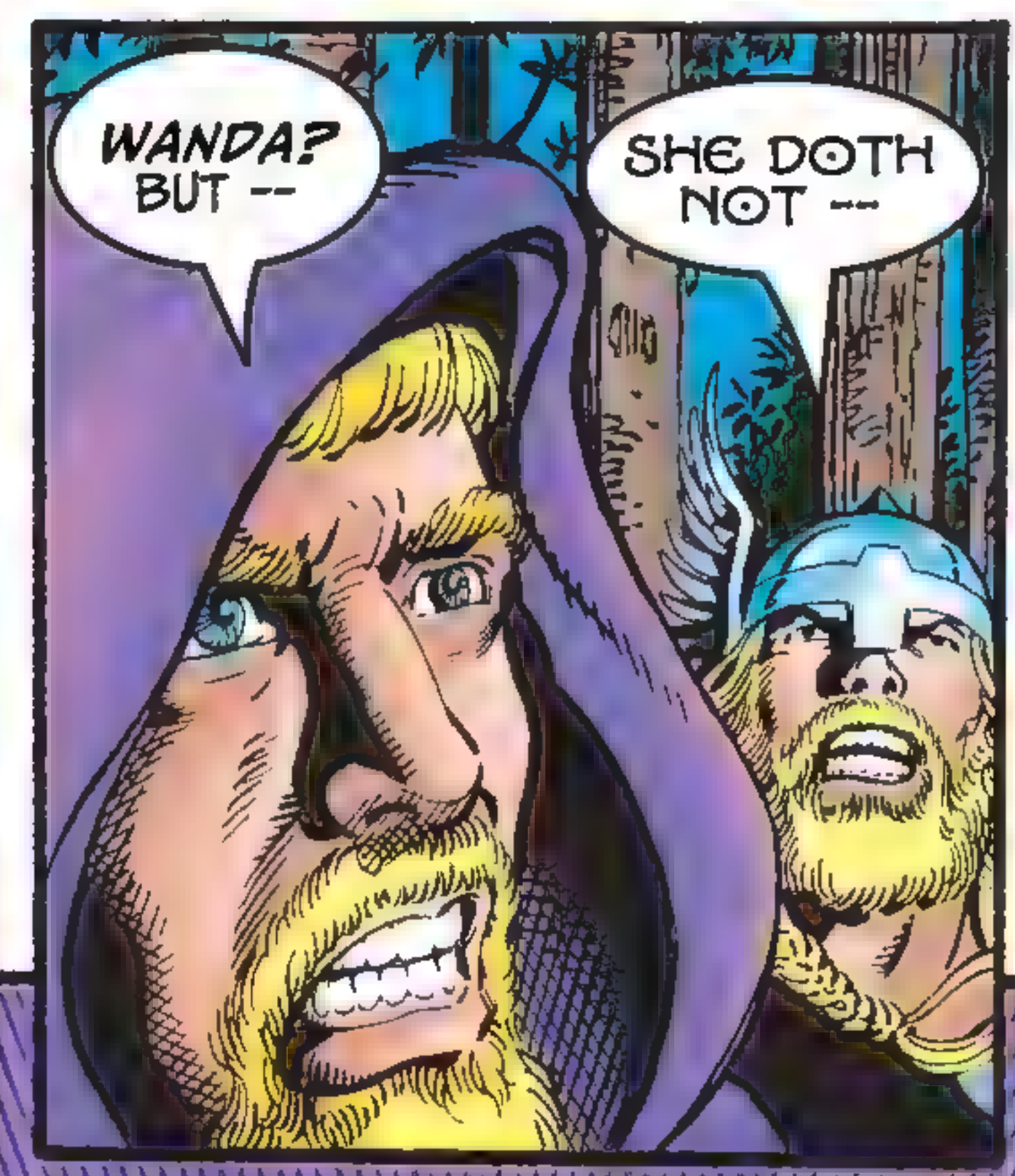
WHOA! THANKS FOR THE SAVE, CAP! SHE SURE KNOWS HOW TO MAKE AN ENTRANCE, DOESN'T SHE?

SHH, WASP!



-- YOU HAVE UNTIL DAWN TOMORROW TO RETURN THE SCARLET WITCH TO ME, OR I SHALL CEASE TO FIND YOU AMUSING --

-- AND DESTROY YOU ALL!



WANDA? BUT --

SHE DOETH NOT --

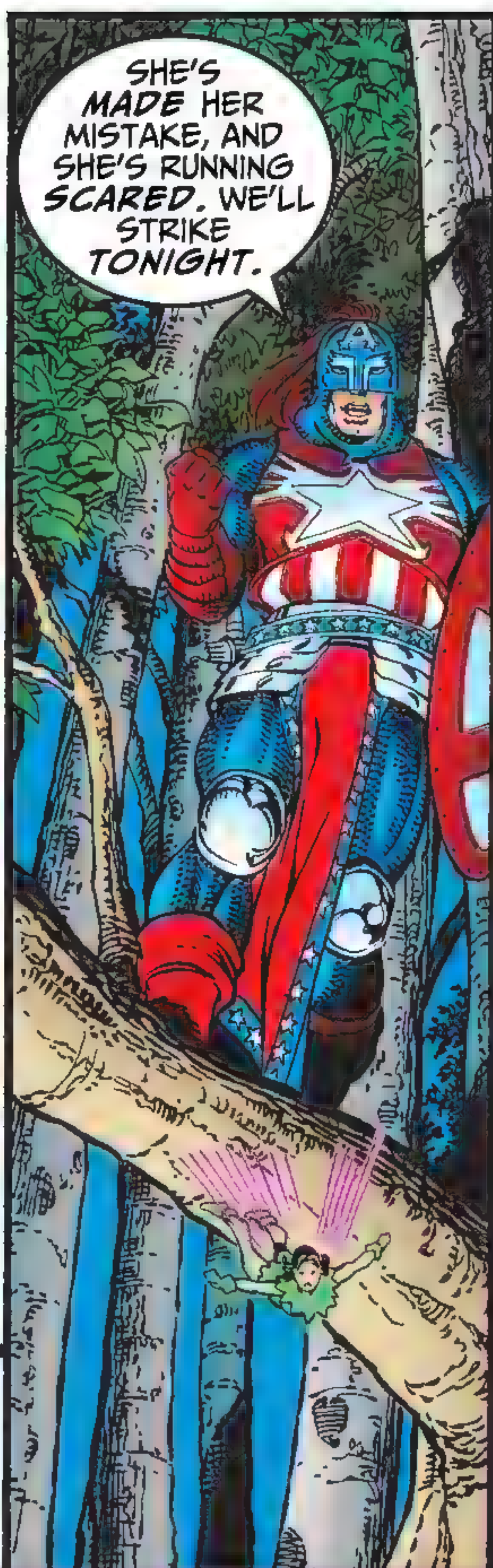
BUT BEFORE THE AVENGERS CAN COMPLETE A THOUGHT, THERE'S A WHUMP OF IMPLoding AIR, AND --



SHE HATH VANISHED!

SO, AH, ANYONE KNOW WHAT THAT WAS ALL ABOUT?

IT'S SIMPLE, QUASAR.



SHE'S MADE HER MISTAKE, AND SHE'S RUNNING SCARED. WE'LL STRIKE TONIGHT.



UH -- THAT WAS "RUNNING SCARED"?

IT WAS TO CAPTAIN AMERICA, JUSTICE. HANG AROUND WITH US LONG ENOUGH, AND YOU'LL GET USED TO HIM.

NO DISRESPECT, PHOTON -- BUT I DOUBT I'LL EVER GET USED TO THAT --!



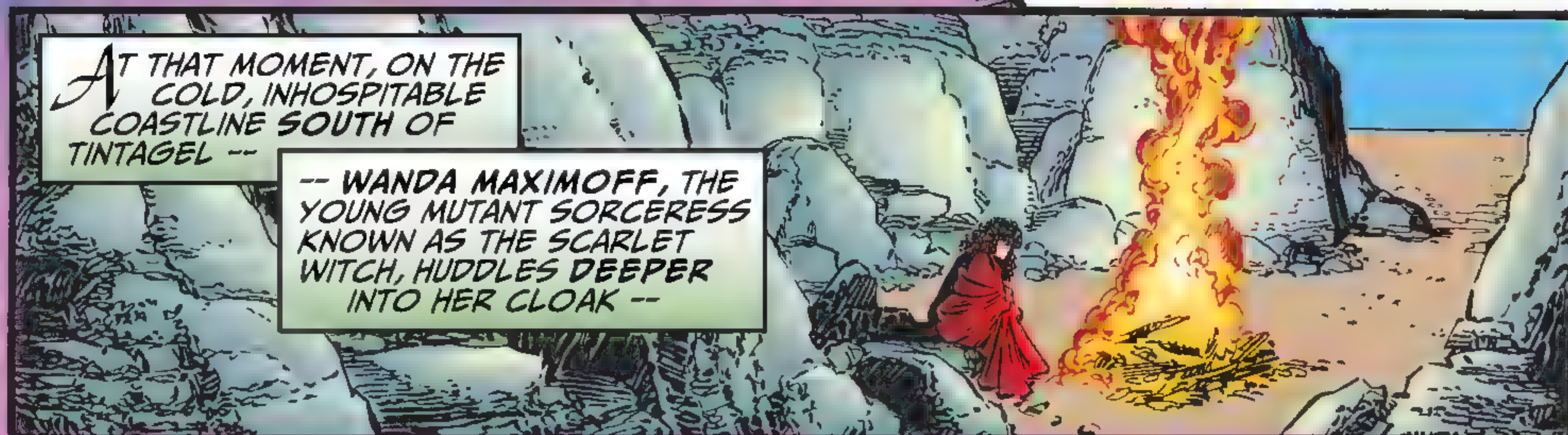
WELL, FINE. WE'RE GOOD TO GO -- BUT THERE'S STILL ONE THING I'D LIKE TO KNOW...

YEAH, WASPIE -- I WAS THINKIN' THE SAME THING.



IF MORGAN DOESN'T HAVE WANDA -- AND WE DON'T --

-- THEN WHERE IS SHE?



AT THAT MOMENT, ON THE COLD, INHOSPITABLE COASTLINE SOUTH OF TINTAGEL --

-- WANDA MAXIMOFF, THE YOUNG MUTANT SORCERESS KNOWN AS THE SCARLET WITCH, HUDDLES DEEPER INTO HER CLOAK --



-- AND TRIES TO COMPREHEND ALL THAT'S HAPPENED RECENTLY. SHE WAS KIDNAPPED, SUFFUSED WITH ELDRITCH POWER, USED TO ALTER REALITY --

-- AND THEN -- AND THEN --



ARE YOU ALL RIGHT, WANDA?

OH -- YOU'RE BACK...

YES.
I WENT
LOOKING FOR
FIREWOOD, AND --
WELL, I GUESS I
GOT A LITTLE
CARRIED
AWAY.

-- BUT JUST SOME-
THING I CONJURED
UP WITH MORGAN'S
MAGICAL
ENERGY.

NO SUCH
LUCK -- I'M REAL,
ALL RIGHT.

BUT -- BUT
HOW? YOU
WERE AN AVENGER,
YOU WERE *ONE* OF
US -- FOR A LONG
TIME! BUT YOU
DIED --!

YES.
I DIED.

"I'M MADE OF IONIC ENERGY -- AND
I THOUGHT THAT MADE ME IMMORTAL.
BUT WHEN THAT KREE ION CANNON
RUPTURED AND EXPLODED* --

"-- MY BODY, MY MIND -- I WAS
JUST TORN TO SHREDS IN THAT
BLAST WAVE OF PURE IONIC
FORCE. AND I DIED.

"BUT THERE WAS *SOMETHING*
I COULD HANG ONTO, TO KEEP
FROM CROSSING OVER FULLY
INTO WHATEVER LIES *BEYOND* --

* IN THE TURNING-POINT
FORCE WORKS #1 -- TOM

I
STARTED TO THINK
YOU'D VANISHED AS
SOON AS YOU WERE OUT
OF MY *SIGHT*. THAT MAYBE
YOU WERE NEVER *REAL*
IN THE FIRST
PLACE --

-- SO
I HUNG
THERE, AT THE
EDGES OF
LIFE AND
DEATH --

"-- AND WHEN YOU *REACHED*
OUT LIKE THAT, CALLING FOR
AVENGERS, WITH ALL THAT
POWER, ALL THAT *NEED** --

WOW.
SO WHAT WAS
IT -- WHAT LET
YOU *HANG ON*
SO LONG LIKE
THAT?

" -- YOU
MANAGED
TO LATCH
ONTO ME,
AND PULL
ME BACK
TO LIFE."

* LAST ISSUE -- TOM

IT'S...IT'S NOT REALLY IMPORTANT.

IF YOU SAY SO. MAYBE WE CAN TALK ABOUT IT LATER.

BUT RIGHT NOW, WE'D BETTER MAKE SOME **PLANS** -- FIGURE OUT HOW TO FIND THE OTHER **AVENGERS**, HOW TO OVERTURN MORGAN'S **MAGIC**.

AND RAISING THE DEAD REALLY TAKES IT **OUT** OF ME, SO IF YOU HAVE ANY **IDEAS**, FEEL FREE TO SPEAK RIGHT UP.

SIMON? THAT WAS A JOKE, SIMON.

SIMON? WONDER MAN?

BUT HE'S VANISHED, ALMOST AS IF HE WERE NEVER THERE. AND WANDA MAXIMOFF SUDDENLY FEELS COLDER --

LATER, AS THE SUN SLIPS BENEATH THE WESTERN HORIZON...

STATE YOUR BUSINESS.

PEDLAR, SIR -- WI' FINE CLOTHS FOR TH' MARKET T'MORRAH.

FINE CLOTHS? CHEAP, ROUGH RAGS, AN' I'M ANY JUDGE. BUT PASS IN, PASS IN.

YOUR BUSINESS?

TRAVELING MONKS, MY LORD -- ON OUR WAY FROM ST. IVES TO ILFRACOMBE, SEEKING SANCTUARY FOR THE NIGHT.

WE BLESS YOUR FINE LADY FOR HER HOSPI--

PASS IN, PASS IN -- JUST CEASE THY PRIESTLY PRATTLE!

SEE, CAP? I TOLD YOU! DRESS UP AS MONKS -- IT WORKS EVERY TIME!

JUST REMEMBER THE PLAN, HAWKEYE -- FIND THE TWILIGHT SWORD, SO THOR CAN TRY TO BREAK MORGAN'S HOLD ON IT.

ONCE THAT'S DONE, WE CAN AFFORD TO LOOK FOR WAN --

HOLD, TRAITORS!

UH, HAWKEYE? ABOUT THIS MONK THING?



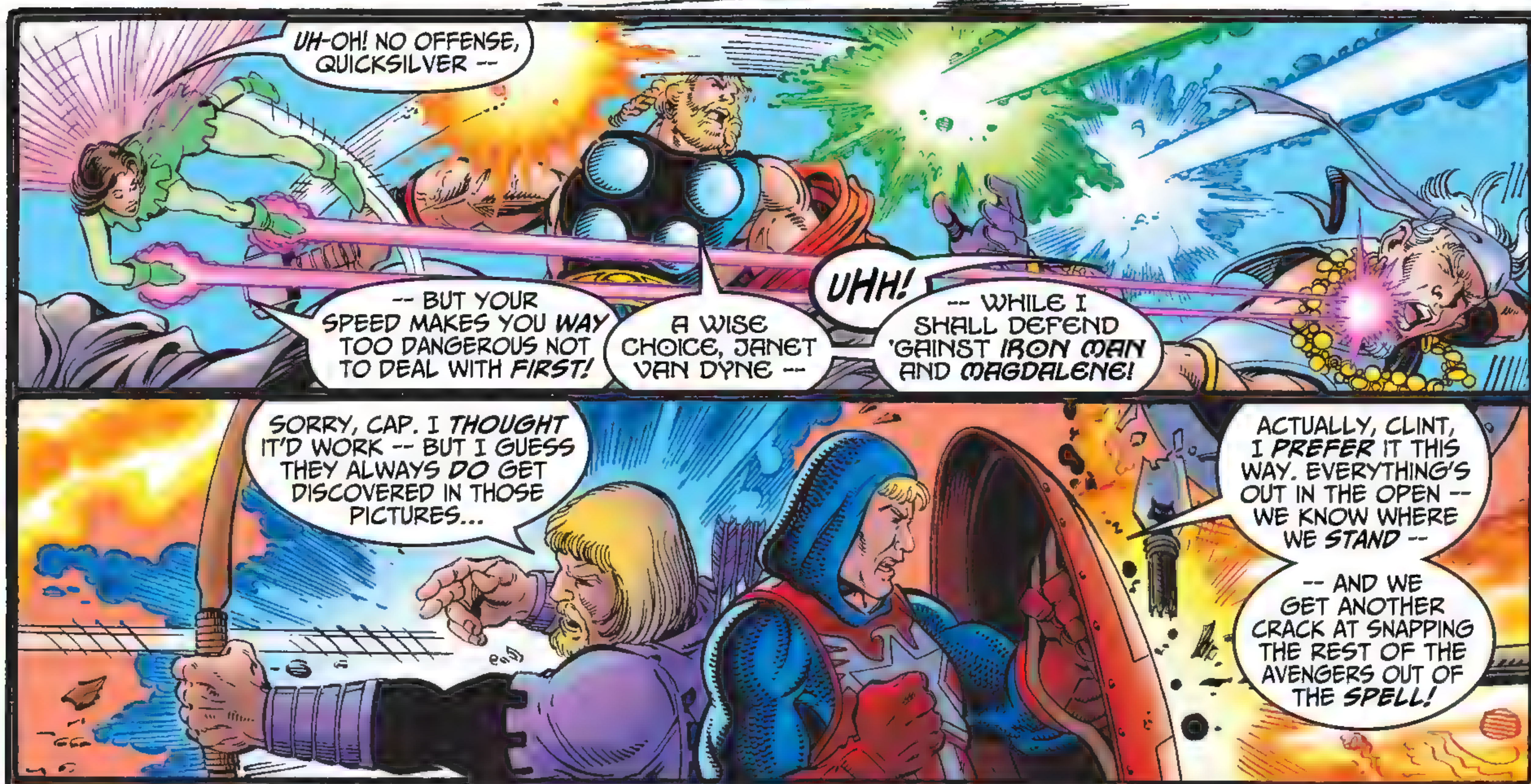
"BAD IDEA!"

QUEEN'S VENGEANCE --

SLAY THEM!

CAPTAIN AMERICA AND THE OTHERS
BARELY HAVE TIME TO REGISTER
THE HATE IN THEIR FORMER COMRADES
EYES, AND TO BRACE THEMSELVES --

-- BEFORE --



UH-OH! NO OFFENSE,
QUICKSILVER --

-- BUT YOUR
SPEED MAKES YOU WAY
TOO DANGEROUS NOT
TO DEAL WITH FIRST!

A WISE
CHOICE, JANET
VAN DYNE --

UHH!
-- WHILE I
SHALL DEFEND
'GAINST IRON MAN
AND MAGDALENE!

SORRY, CAP. I THOUGHT
IT'D WORK -- BUT I GUESS
THEY ALWAYS DO GET
DISCOVERED IN THOSE
PICTURES...

ACTUALLY, CLINT,
I PREFER IT THIS
WAY. EVERYTHING'S
OUT IN THE OPEN --
WE KNOW WHERE
WE STAND --

-- AND WE
GET ANOTHER
CRACK AT SNAPPING
THE REST OF THE
AVENGERS OUT OF
THE SPELL!



I'LL TELL
YOU, QUASAR --
I STILL CAN'T
GET OVER THE FACT
THAT THESE ARE THE
AVENGERS WE'RE
FIGHTING.

I
MEAN -- THE
AVENGERS!

I'VE BEEN
THERE MYSELF,
JUSTICE -- BUT KEEP
FIGHTING!

HOW
CAN WE PREVAIL,
JAN? CAP DOESN'T
SEEM WORRIED, BUT
THEN, HE NEVER
DOES!

AND --
THERE ARE
SO MANY OF
THEM--!

WE'RE
AVENGERS,
MONICA --
WE'LL FIND
A WAY!

ER,
SORRY
'BOUT THAT,
HONEY!

THE BATTLE RAGES FOR WHAT SEEMS LIKE AN ETERNITY, MOMENTUM SHIFTING BACK AND FORTH, BUT NO CLEAR VICTOR EMERGING.

THE QUEENS VENGEANCE HAS THE ADVANTAGE IN SHEER NUMBERS --

KRANG

-- BUT CAPTAIN AMERICA'S BAND IS MORE MOBILE, AND MORE DESPERATE --



UM, SORRY, FALCON -- BUT IF YOU EVER COME TO YOUR SENSES, YOU'LL THANK ME. I HOPE.

BY THE UNI-MIND, BRATLING-- DO YOU NEVER STAY STILL?!



AH-AH! NO DICE, STINGRAY!

AND THEN ABOVE IT ALL, THERE IS SUDDEN, MERRY -- LAUGHTER?!

AH -- THIS IS WHAT MAKES IT WORTH IT! CAPTAIN AMERICA AGAINST HIS FELLOWS, THE PENDRAGON ON MY SIDE.

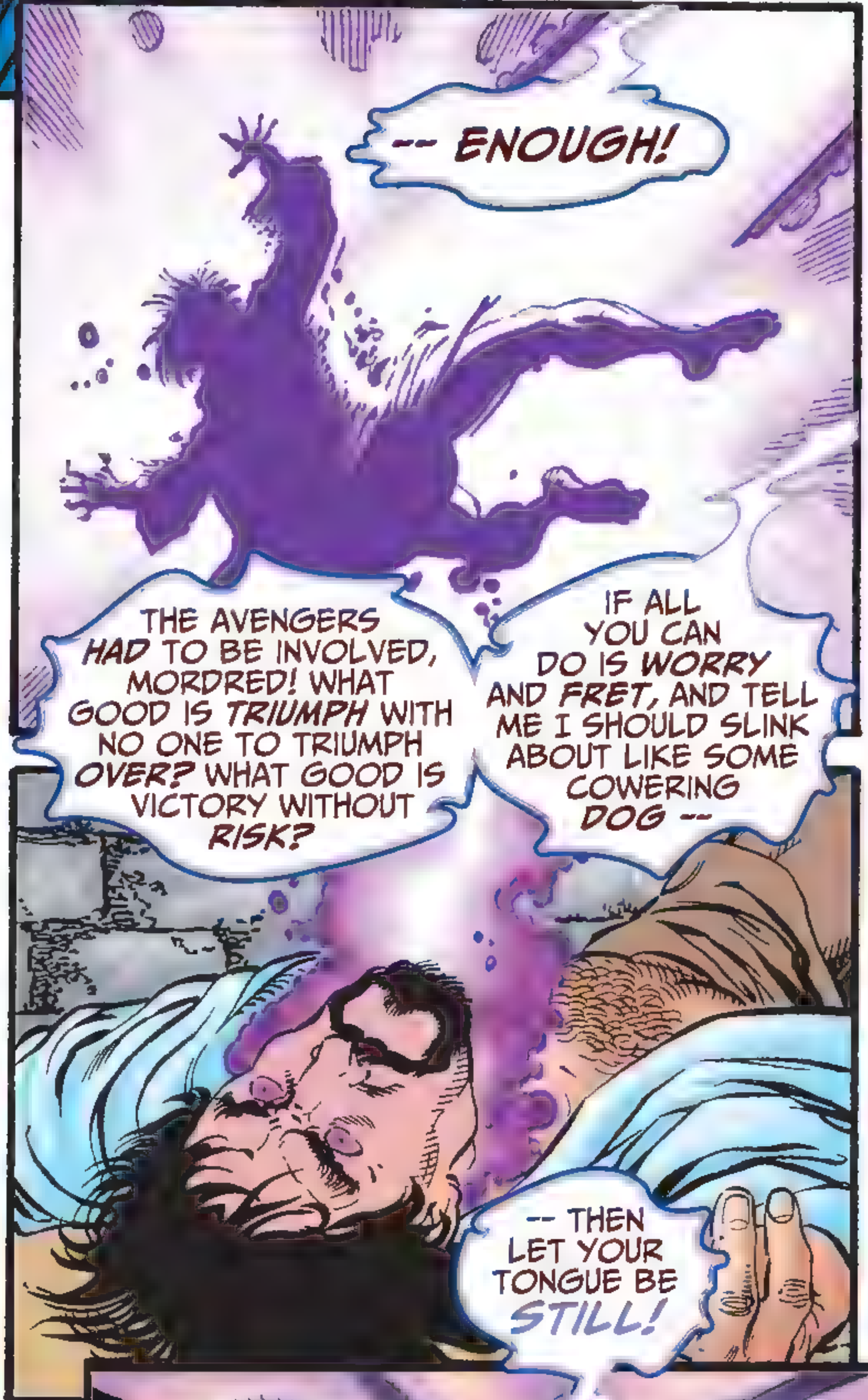
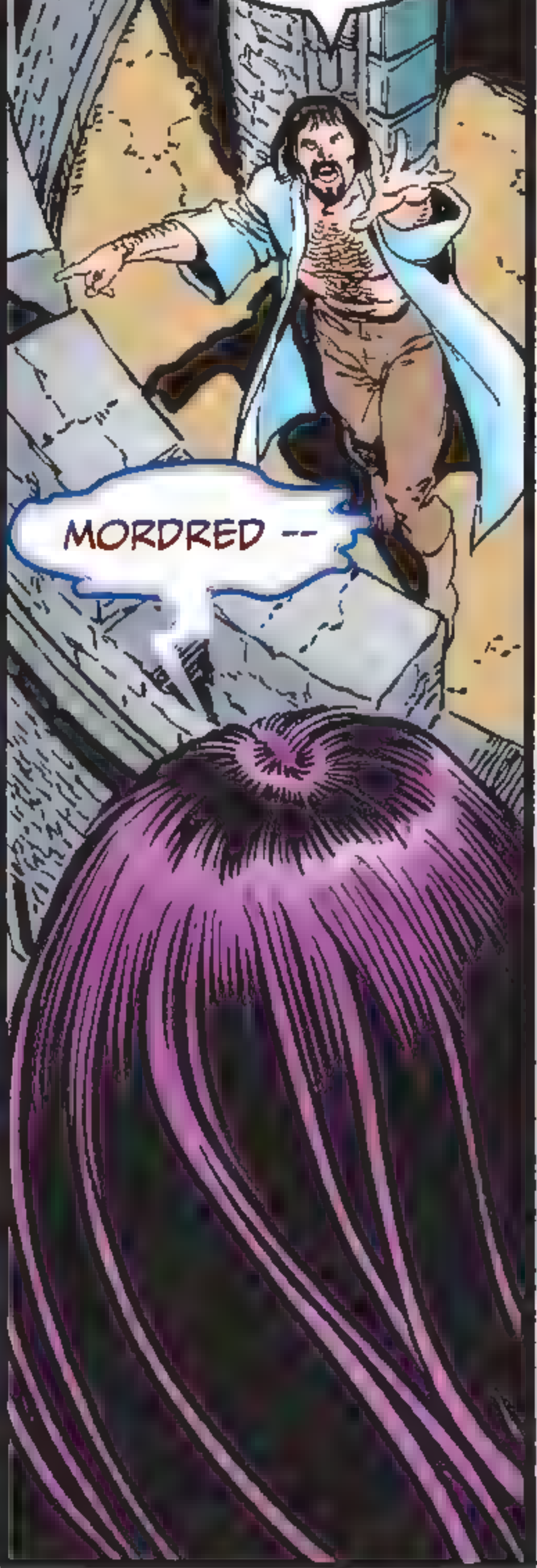
HERE IS THE TWILIGHT SWORD, CAPTAIN -- CAN YOU TAKE IT FROM ME?



ARE YOU MAD, MORGAN? JUST DESTROY THEM!

I TOLD YOU WE SHOULDN'T HAVE INVOLVED THE AVENGERS -- JUST KIDNAPPED THE SCARLET WITCH!

MORDRED --



-- ENOUGH!

THE AVENGERS HAD TO BE INVOLVED, MORDRED! WHAT GOOD IS TRIUMPH WITH NO ONE TO TRIUMPH OVER? WHAT GOOD IS VICTORY WITHOUT RISK?

IF ALL YOU CAN DO IS WORRY AND FRET, AND TELL ME I SHOULD SLINK ABOUT LIKE SOME COWERING DOG --

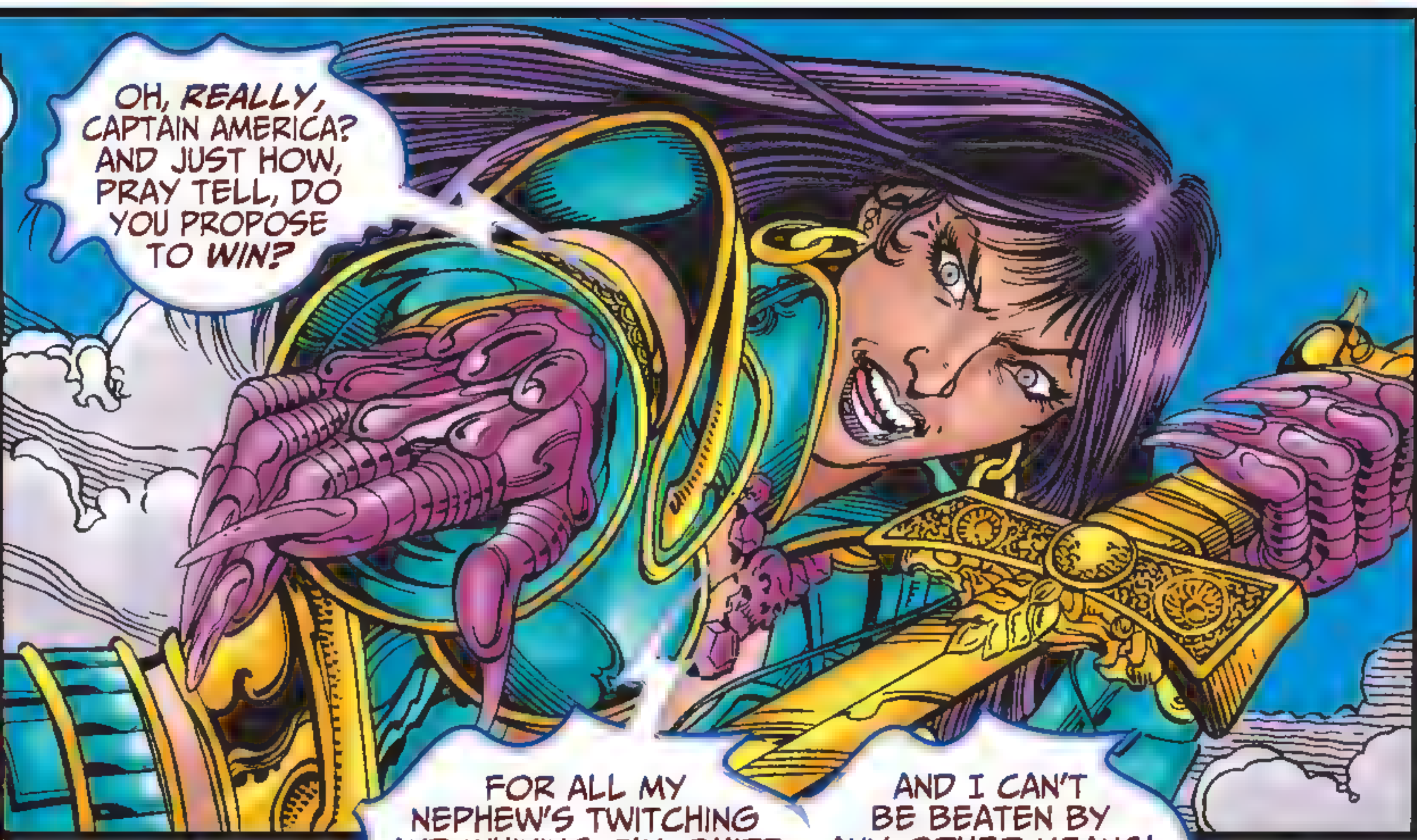
-- THEN LET YOUR TONGUE BE STILL!





GO AHEAD, LE FAY -- **SILENCE HIM!**
BUT IT WON'T MAKE ANY DIFFERENCE --
HE'S STILL **RIGHT!**

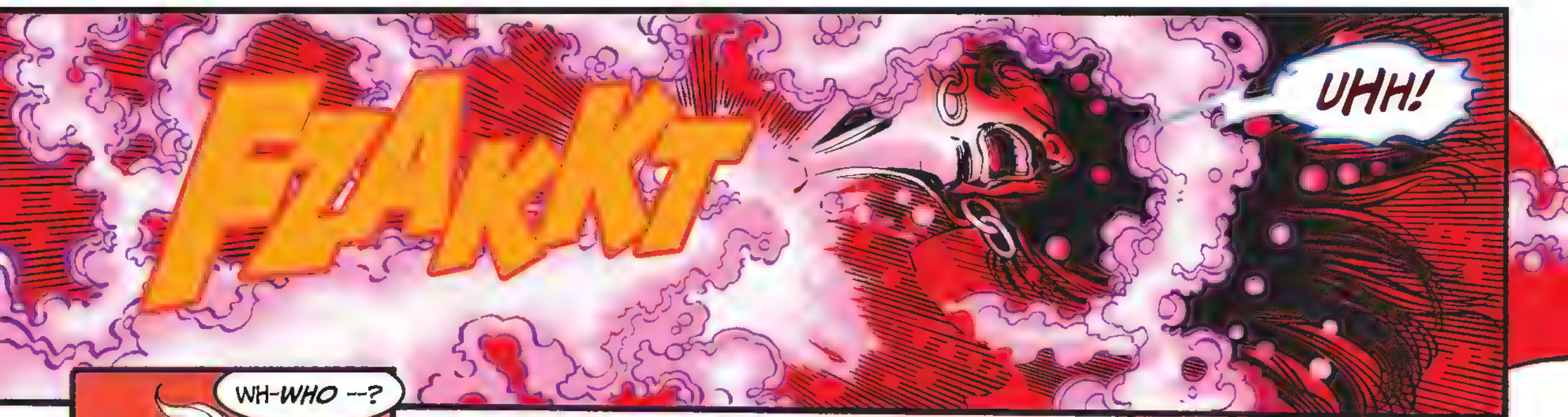
BECAUSE
THE AVENGERS
WILL NEVER **GIVE**
UP! WE'LL NEVER
STOP FIGHTING --
WE'LL BEAT YOU NO
MATTER **WHAT**
IT TAKES!



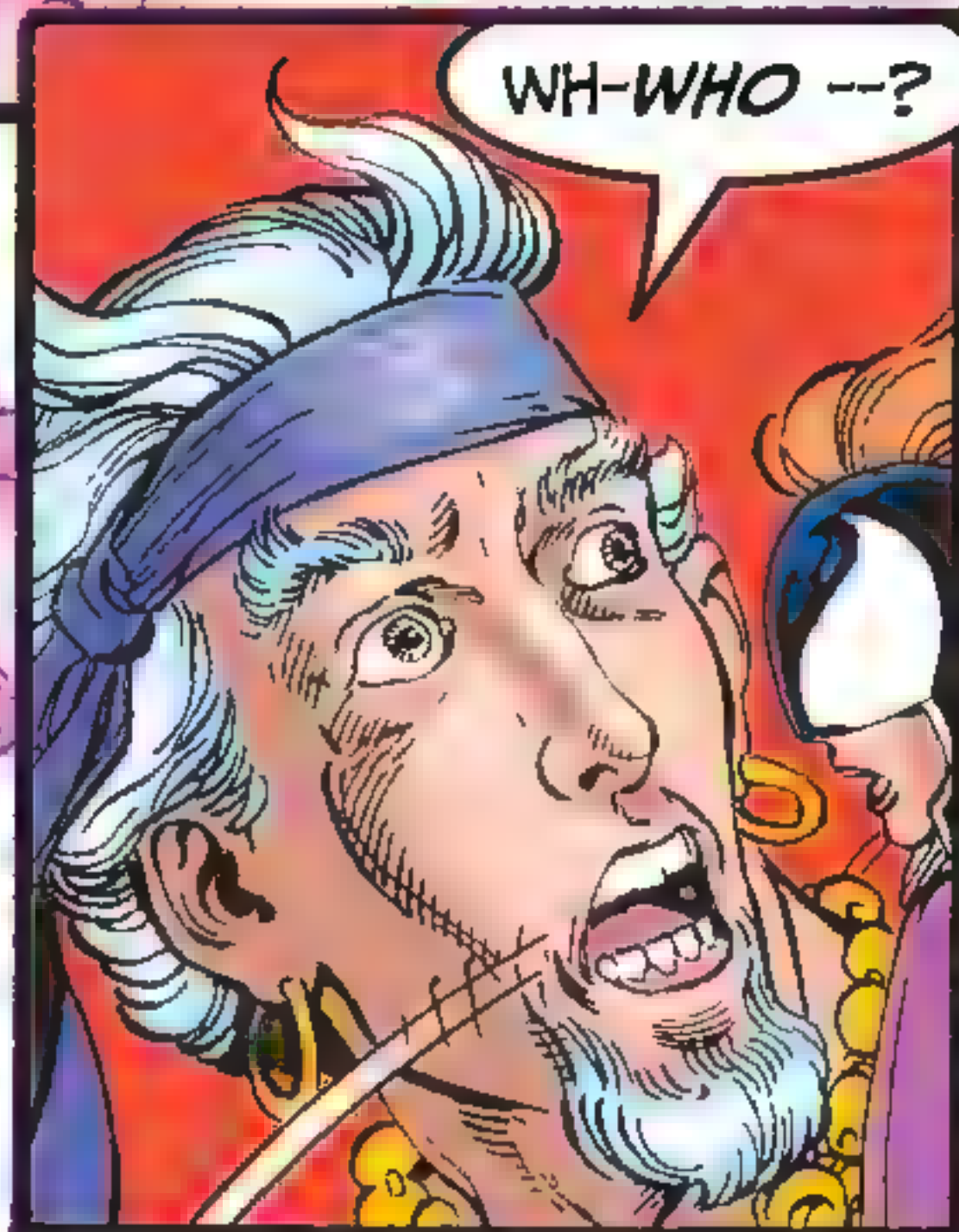
OH, **REALLY,**
CAPTAIN AMERICA?
AND JUST HOW,
PRAY TELL, DO
YOU PROPOSE
TO WIN?

FOR ALL MY
NEPHEW'S TWITCHING
AND WHINING, I'M **QUITE**
SECURE! WHEN I REMADE
THE WORLD, I RESERVED
ALL MYSTIC POWER
TO MYSELF!

AND I CAN'T
BE BEATEN BY
ANY **OTHER** MEANS!
SO WHO CAN TRULY
CHALLENGE ME,
EH? **WHO?!**



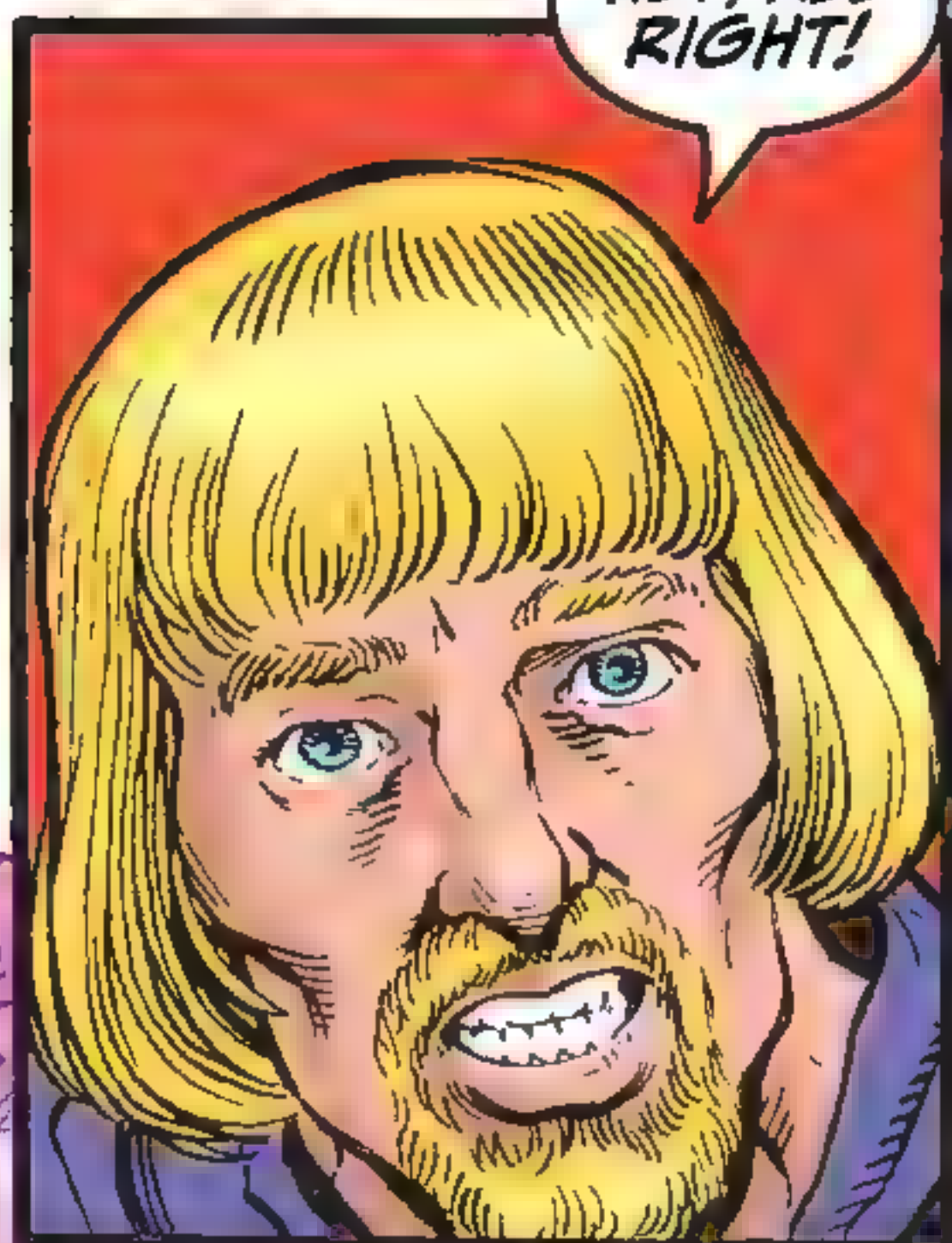
UHH!



WH-WHO --?



I CAN
CHALLENGE YOU,
MORGAN!



HEY, ALL
RIGHT!

I -- THE
**SCARLET
WITCH!**
I CAN -- AND I
WILL!

YOU DON'T
KNOW HOW HAPPY I
AM TO *SEE* YOU, LITTLE
WITCH. WITH YOU BACK IN MY
GRASP, I CAN WIELD THE
SWORD AGAIN --

-- REORDER
REALITY ONCE MORE,
EXACTLY AS I *CHOOSE*!
YOU HAVEN'T SAVED
YOUR TEAMMATES --
YOU'VE *DOOMED*
THEM!

SO THERE *IS*
SOMEONE IN THIS
WORLD WITH THE
POWER TO DEFEAT
YOU --

-- AND
BELIEVE
ME, SHE'S
GOING
TO!

A PRETTY *SPEECH*,
GYPSY GIRL -- BUT IT'LL
DO YOU NO *GOOD*! YOU
MAY BE ABLE TO *TINGE*
YOUR HEX-BOLTS WITH
MY MAGICKS --

-- BUT NOT
ENOUGH
TO *HURT*
ME!

I'VE GOT
FOURTEEN CENTURIES OF
EXPERIENCE, OF TRAINING, OF
PRACTICE! YOU'VE HAD A FEW
HALF-FORGOTTEN LESSONS
IN SOME *MINOR TRICKS*!

ONLY IF
YOU *CAPTURE*
ME, MORGAN --
BUT THIS TIME, I'M
READY FOR
YOU!

YOU
INFUSED ME WITH
YOUR MAGIC -- SO
MY MUTANT POWER
COULD BRIDGE THE
GAP BETWEEN YOUR
POWER AND THE
SWORD'S!*

YOU THINK YOU
CAN MATCH MY
ABILITIES WITH
THAT?!

DO IT,
WANDA!

SHE'S JUST
TALK! YOU'RE AN
AVENGER! LET HER
KNOW WHAT THAT
MEANS!

THE SCARLET WITCH CONCENTRATES,
BEARING DOWN WITH ALL HER
WILL. AND SHE FEELS HER MIND
MAKE CONTACT WITH THE SWORD --

-- FEELS SOMETHING
THERE, SOMETHING SHE
CAN COMMUNICATE WITH --

I -- I CAN
TRY --!

-- BUT --

*IN #1
-- TOM

NOT ENOUGH, LITTLE ONE!
NOT NEARLY ENOUGH! I'LL
ADMIT, YOU'RE DOING FAR
BETTER THAN I'D HAVE
EXPECTED --

-- BUT THE
SWORD STAYS
MINE!

AND IN HER HEART, WANDA KNOWS
THAT MORGAN SPEAKS THE
TRUTH. SHE CAN'T BEAT HER --
NOT HEAD TO HEAD LIKE THIS.

NONETHELESS, SHE FORGES
ONWARD, NEVER SLACKENING.
BUT SHE FINDS HERSELF
WISHING -- WISHING THAT
SIMON WAS STILL HERE --

AND LIKE
THAT --

EH --?!

ALL RIGHT,
MORGAN --

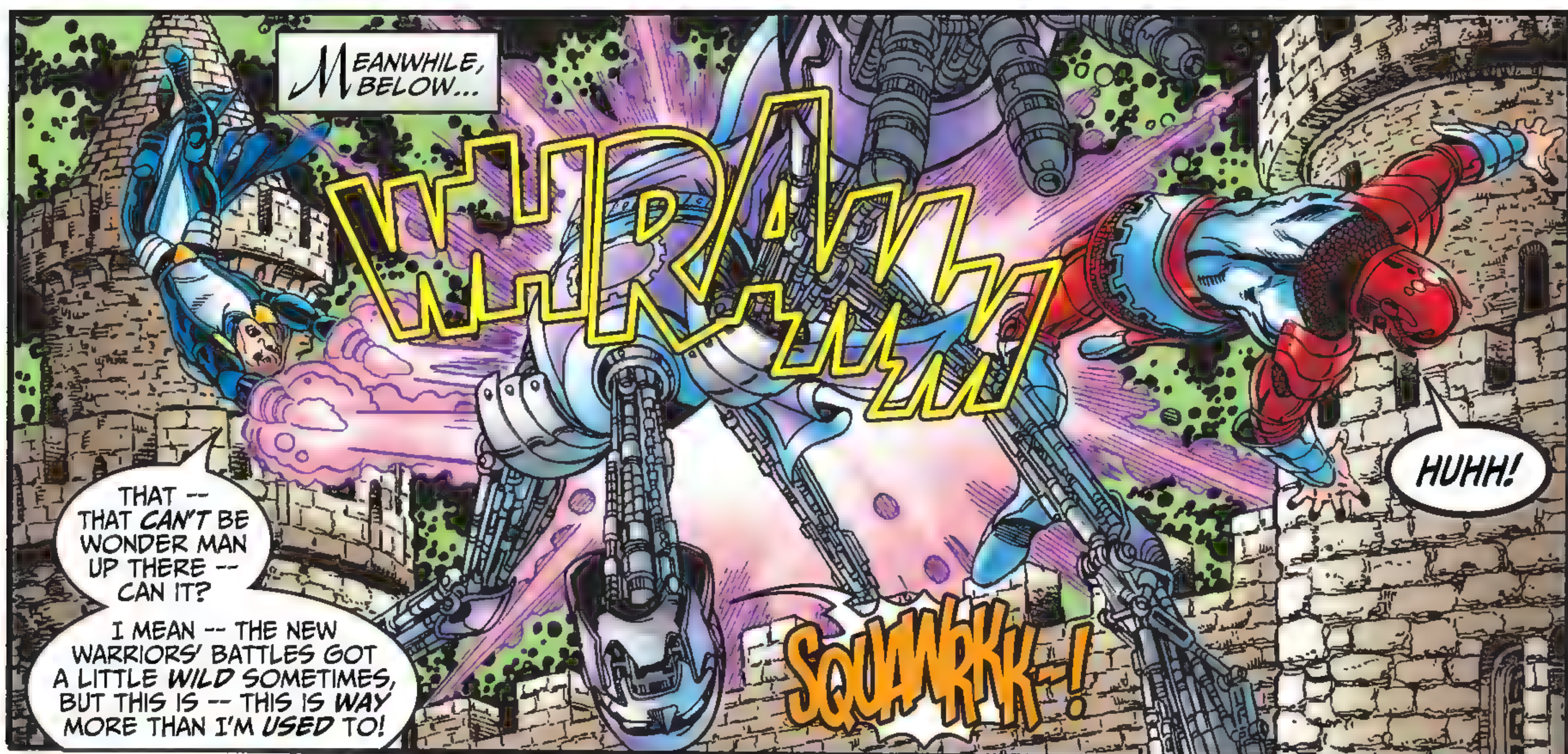
-- HOW ABOUT
PICKING ON
SOMEONE YOUR
OWN SIZE?!

THIS -- THIS IS
MADNESS!

YOU'RE
NOT PART OF
THE WORLD I
CREATED! YOU CAN'T
BE HERE -- IT'S NOT
POSSIBLE!

LIFE'S
LIKE THAT
SOMETIMES.
NOW HAND OVER
THE SWORD --

NOW!



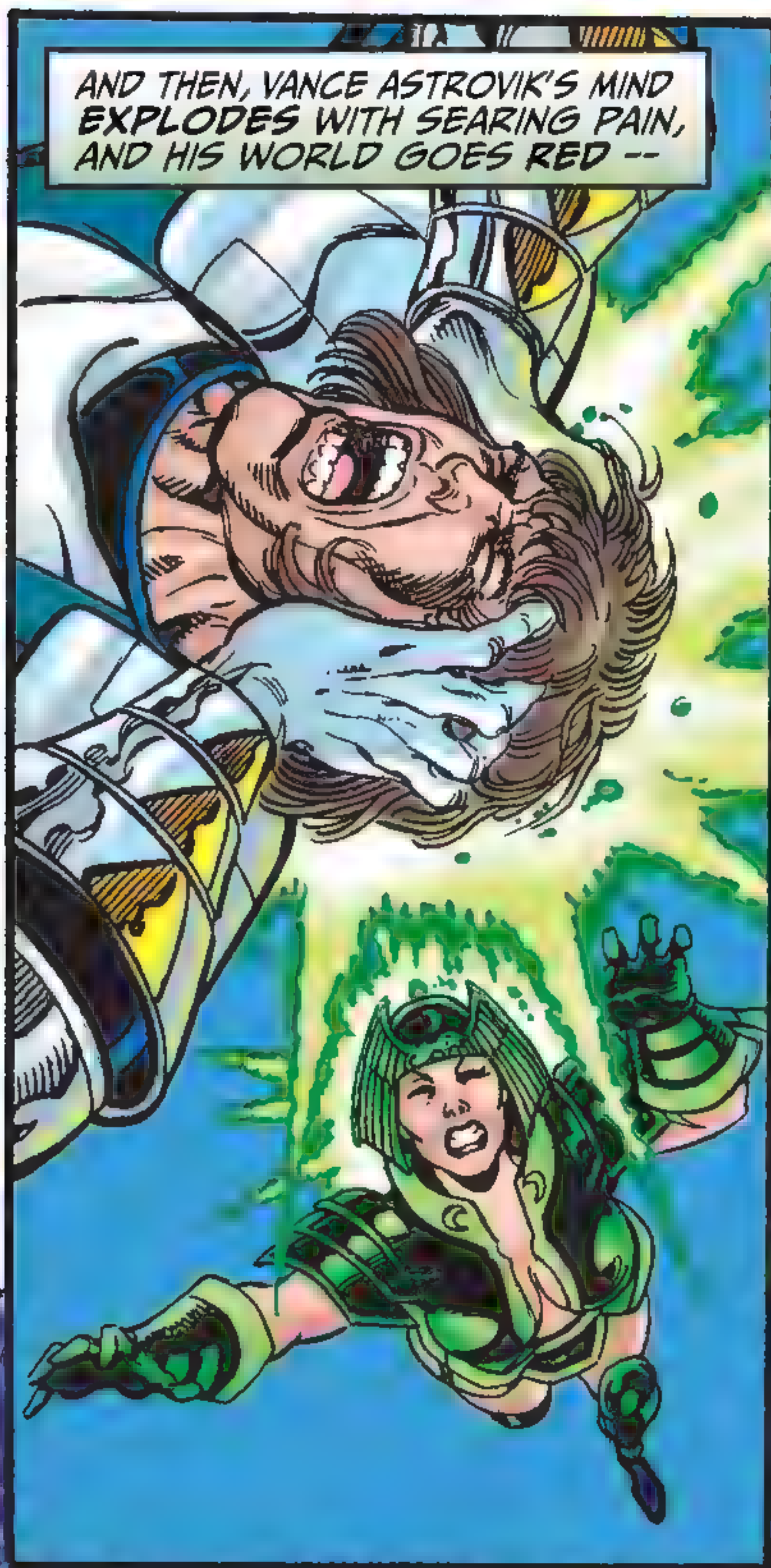
MEANWHILE,
BELOW...

THAT --
THAT CAN'T BE
WONDER MAN
UP THERE --
CAN IT?

I MEAN -- THE NEW
WARRIORS' BATTLES GOT
A LITTLE WILD SOMETIMES,
BUT THIS IS -- THIS IS WAY
MORE THAN I'M USED TO!

HUHH!

SQUANKK-!



AND THEN, VANCE ASTROVIK'S MIND
EXPLODES WITH SEARING PAIN,
AND HIS WORLD GOES RED --

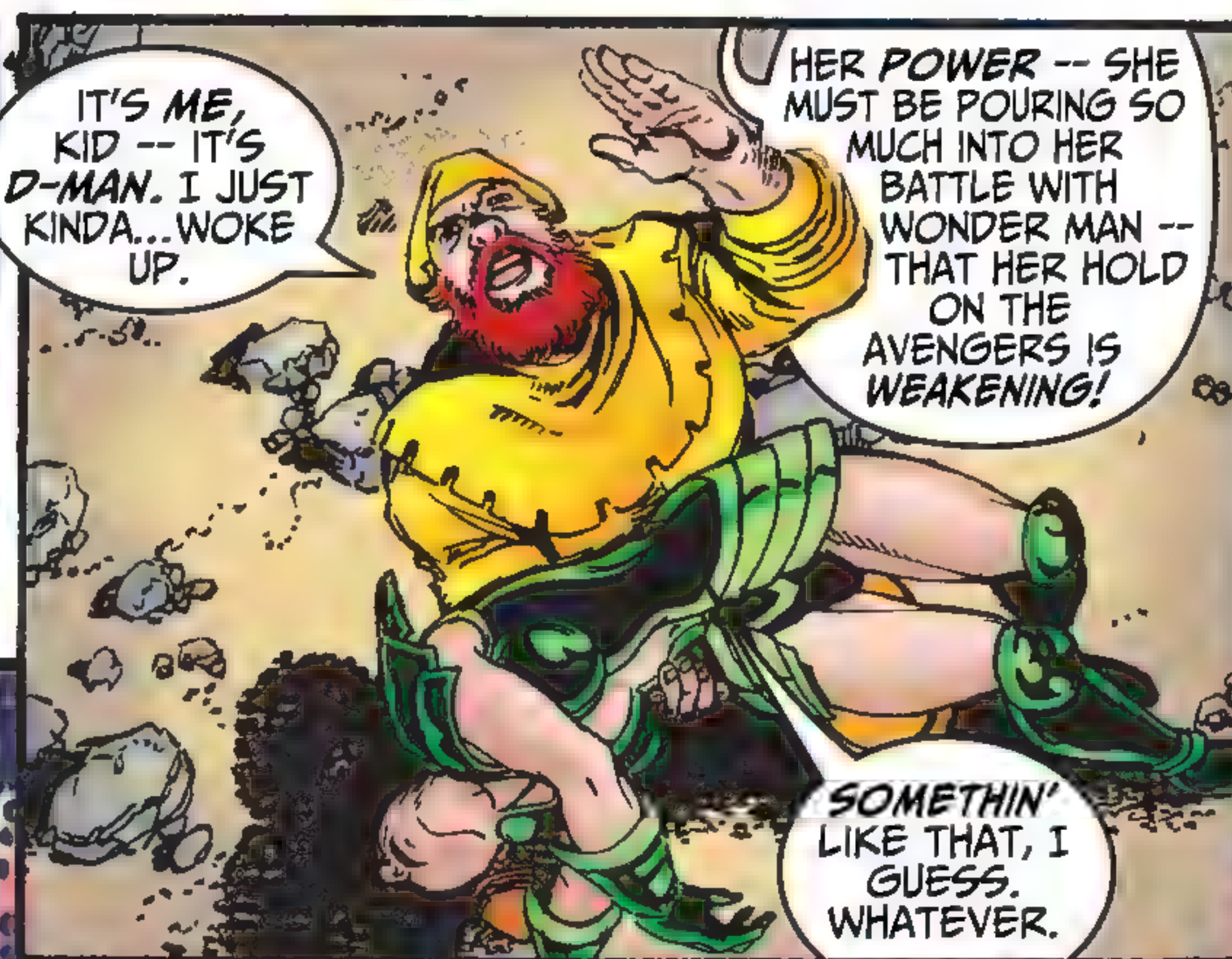


-- BUT AS SWIFTLY
AS IT BEGAN --

K-AKKH!



WH-WHAT?
WHO -- WHO
DID --?



IT'S ME,
KID -- IT'S
D-MAN. I JUST
KINDA... WOKE
UP.

HER POWER -- SHE
MUST BE POURING SO
MUCH INTO HER
BATTLE WITH
WONDER MAN --
THAT HER HOLD
ON THE
AVENGERS IS
WEAKENING!

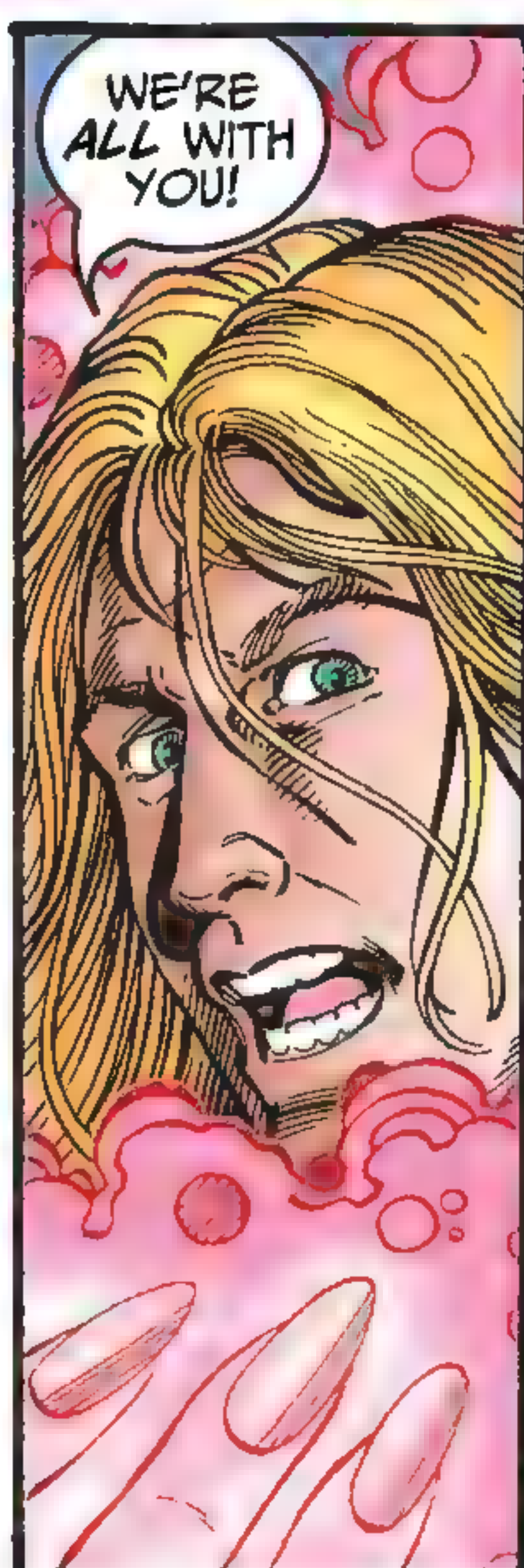
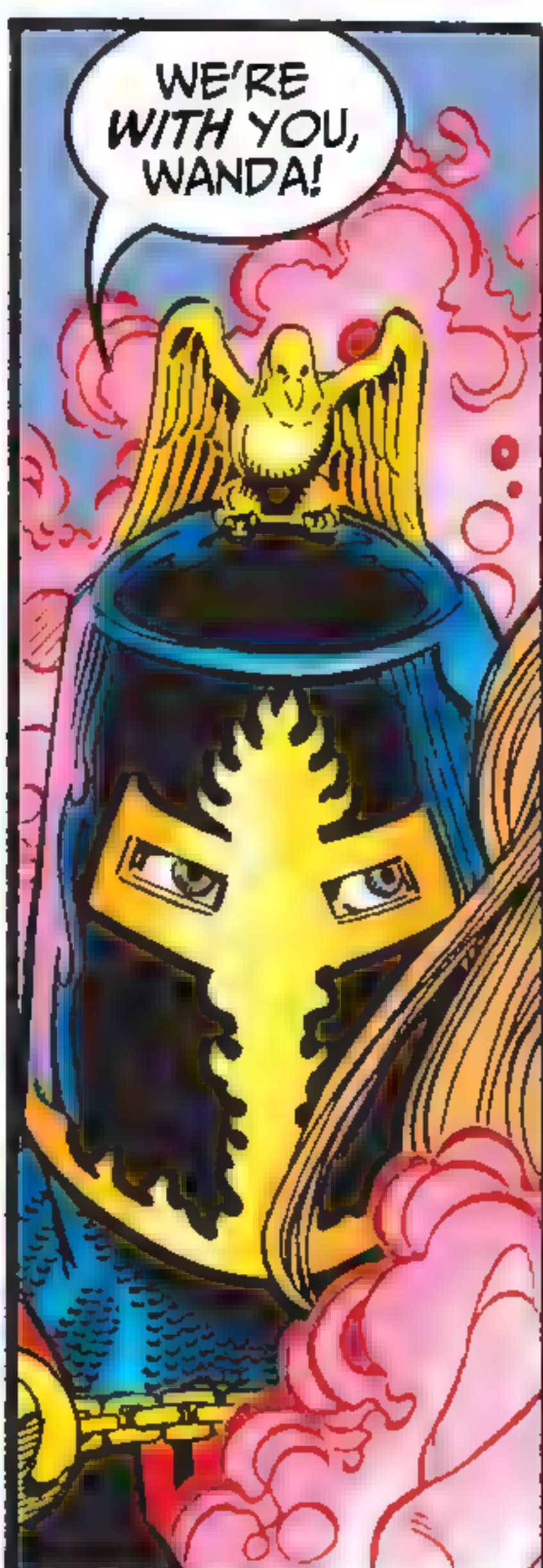
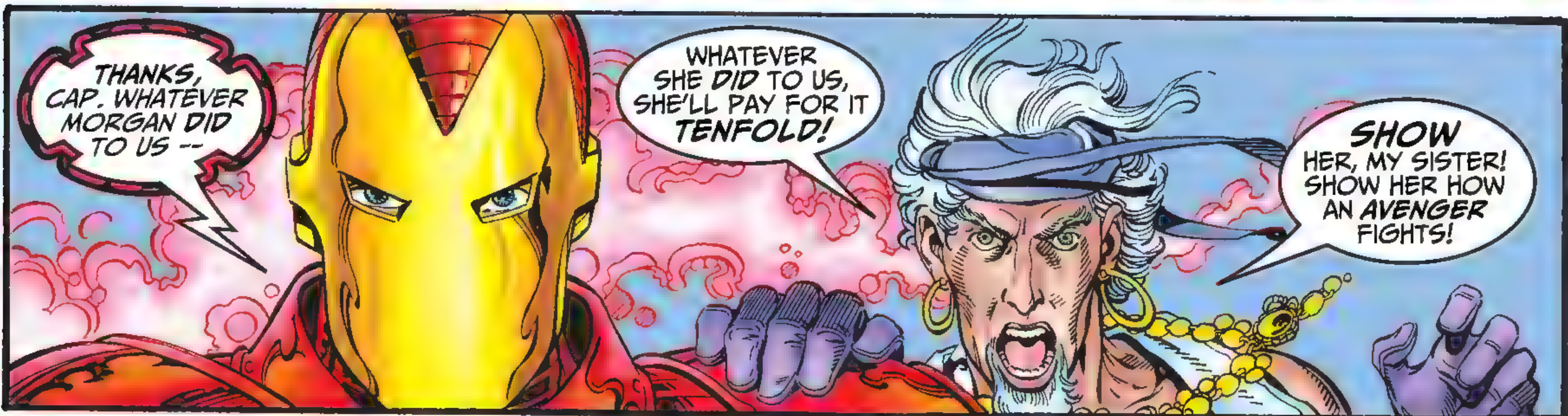
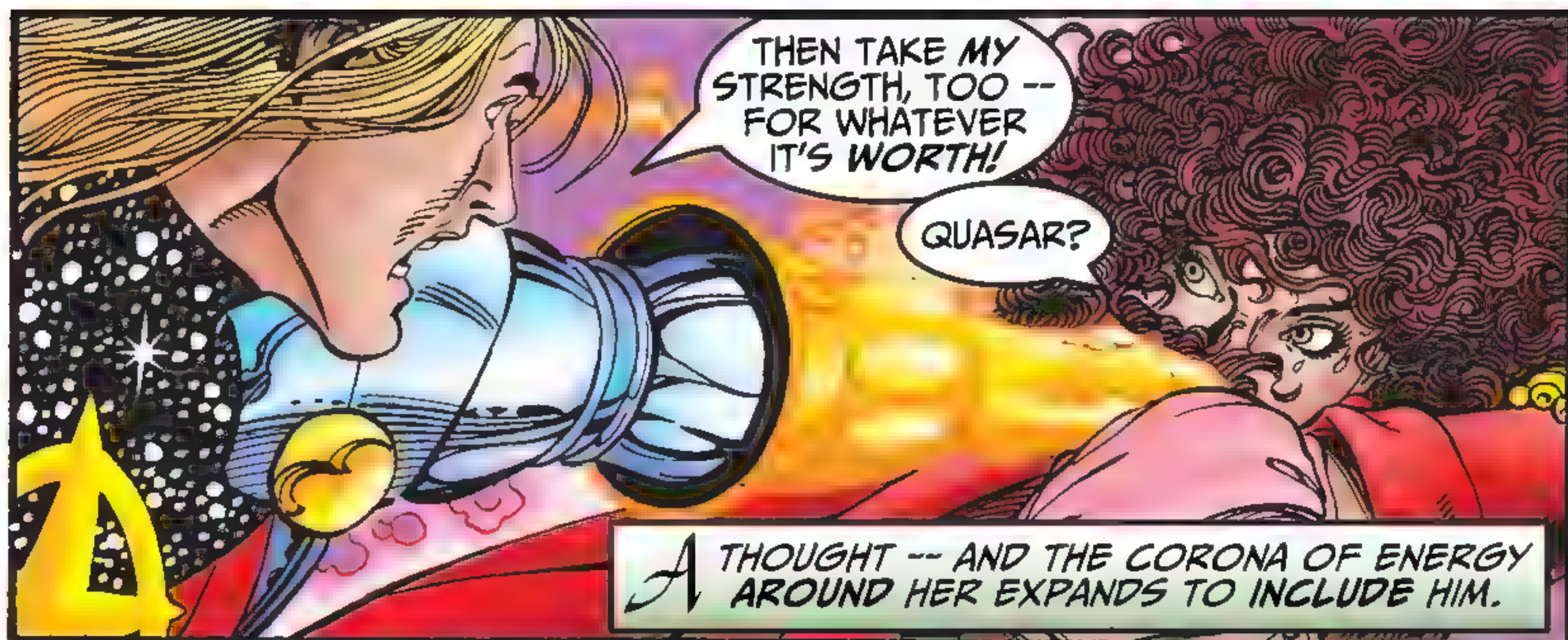
SOMETHIN'
LIKE THAT, I
GUESS.
WHATEVER.

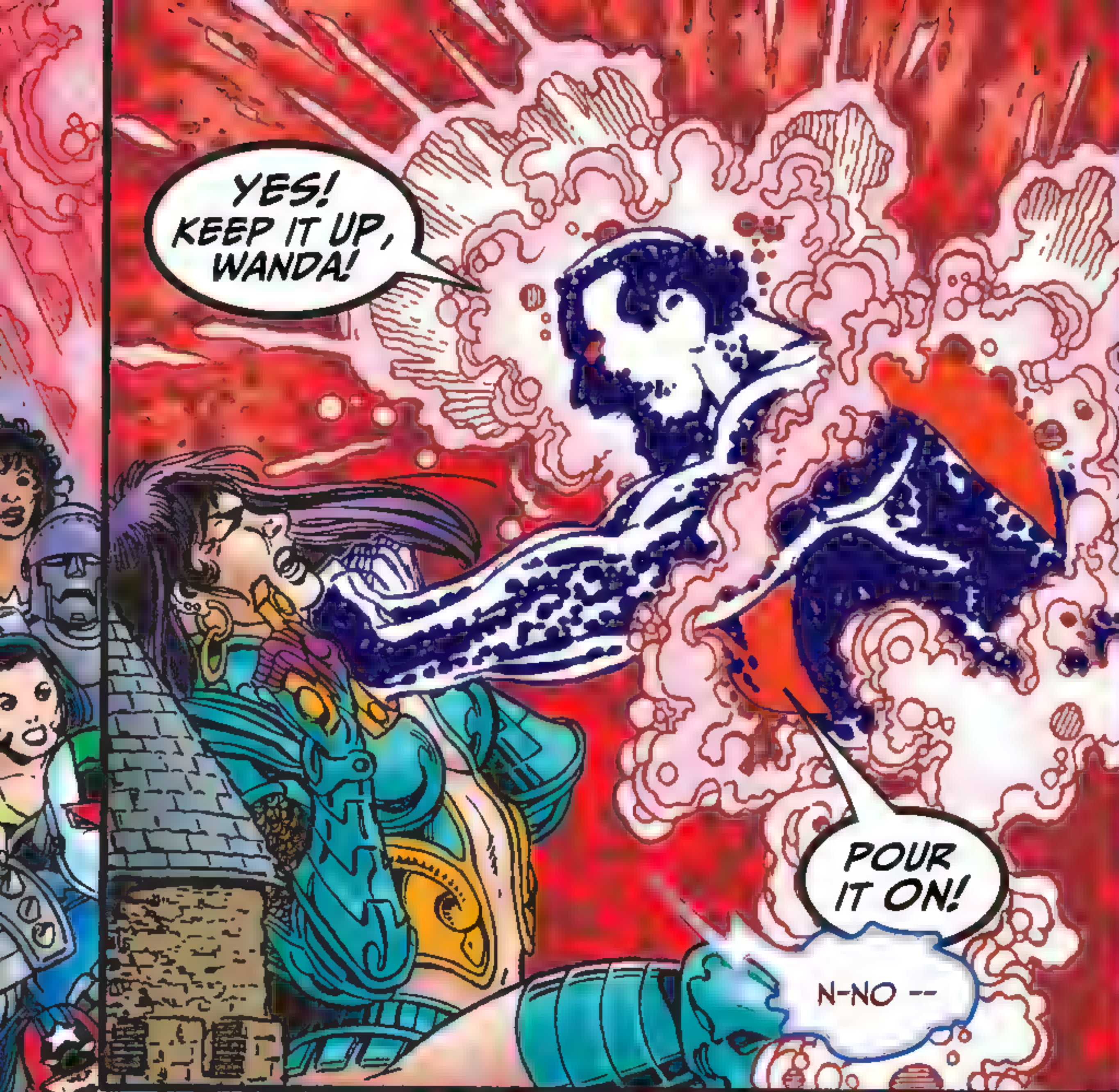


"-- I HOPE IT'S
ENOUGH --!"

SUCH BIG
TALK, WONDER MAN!
THE IONIC MAN --
STRONG, FAST,
INDESTRUCTIBLE -- BUT
I DON'T THINK YOU
CAN HANDLE
THIS!

I -- I
NEED MORE
POWER -- MORE
STRENGTH!
WANDA!







NO!!

I WON'T LET YOU DO THIS! I WON'T LET YOU UNITE LIKE THIS -- WON'T LET YOU DEFEAT ME!

I'LL BREAK YOUR PATTERN FIRST! BREAK IT -- AND KILL YOU ALL!



UHH!



WHOA! TRES IMPOLITE!

BEAST!



USAGENT!

I'M OKAY, RAGE -- MY SHIELD CAN TAKE IT!

BUT -- SHE'S SPLITTING US UP!



QUICKLY, WANDA! BEFORE YOU LOSE POWER! YOU KNOW -- WHAT TO DO!

I'M -- I'M AN AVENGER! I'M -- READY!



AND SHE KNOWS WHAT HE'S ASKING. MORE POWER. MORE POWER -- MORE THAN EVEN HIS FORM CAN CONTAIN.

SHE KNOWS WHAT IT'LL DO TO HIM -- AND SHE CAN'T -- SHE CAN'T --



WHAT?! VISION?

VISION!

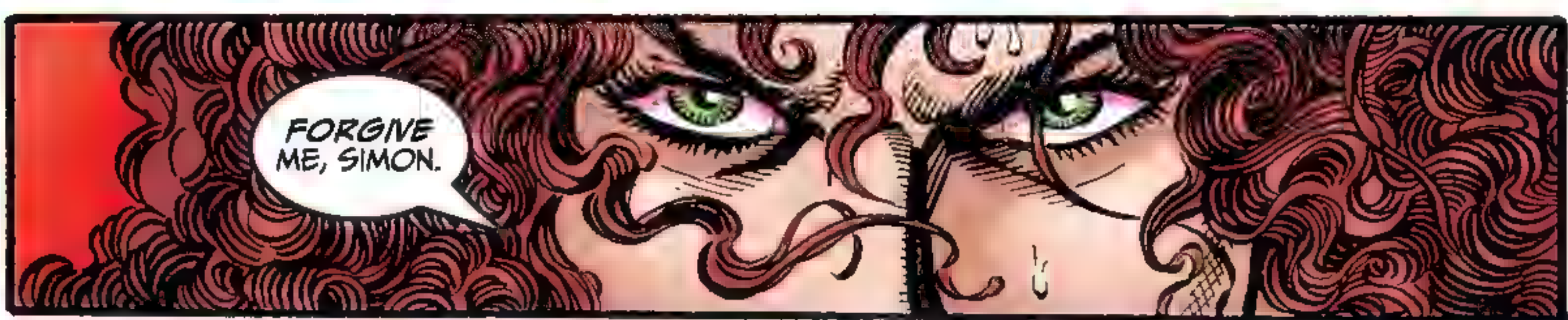


THAT WAS
A MISTAKE,
MORGAN --
YOUR LAST
MISTAKE!

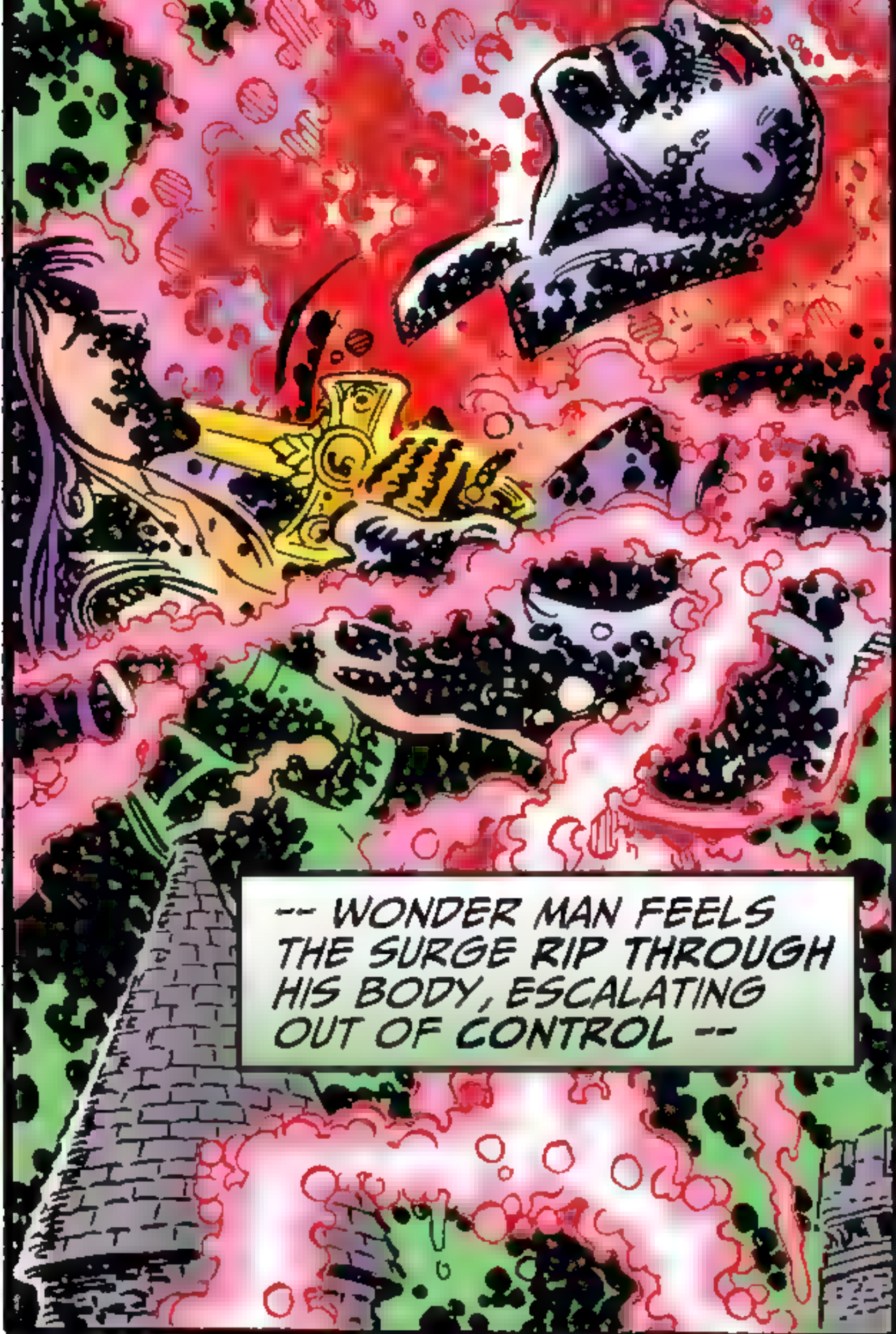
BECAUSE
BOTTOM LINE --
WE'RE ALL AVENGERS
HERE! AND
AVENGERS --

-- DO WHAT
IT TAKES!

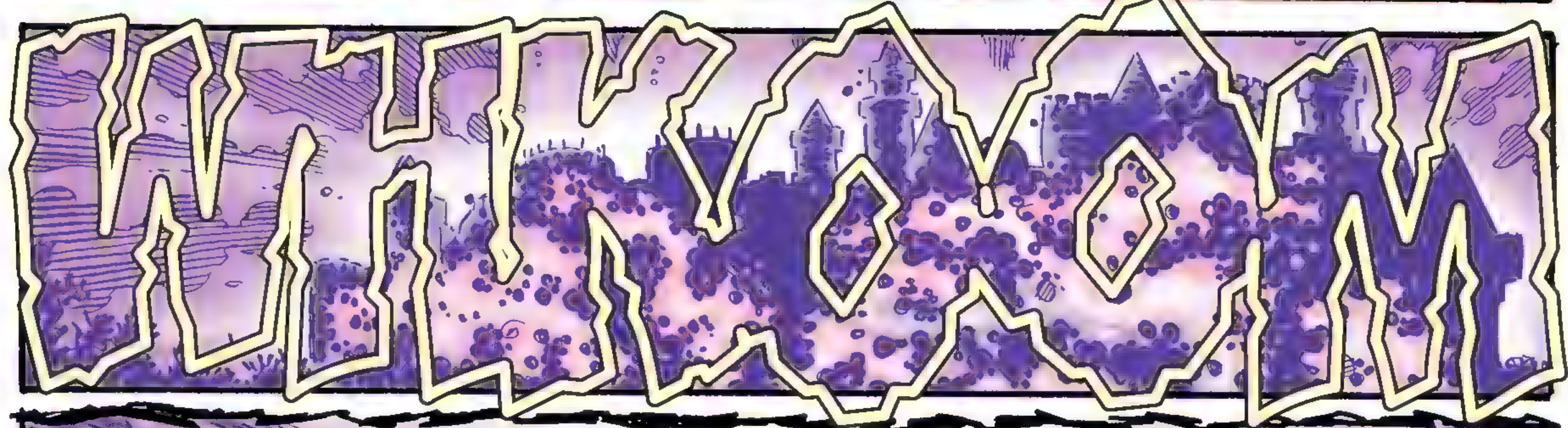
AND FUELED BY A COLD
DETERMINATION, HER
POWER SURGES UPWARD --
AND AS MORGAN FEELS
CONTROL OF THE SWORD
SLIPPING AWAY --



FORGIVE
ME, SIMON.

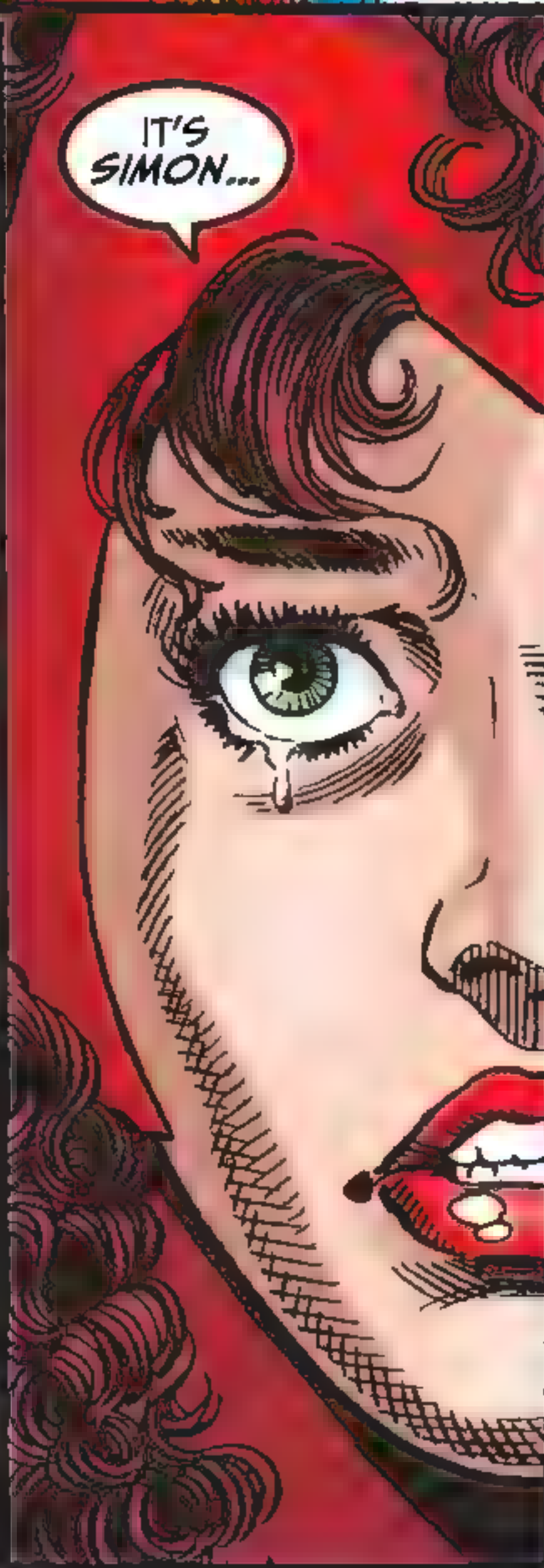
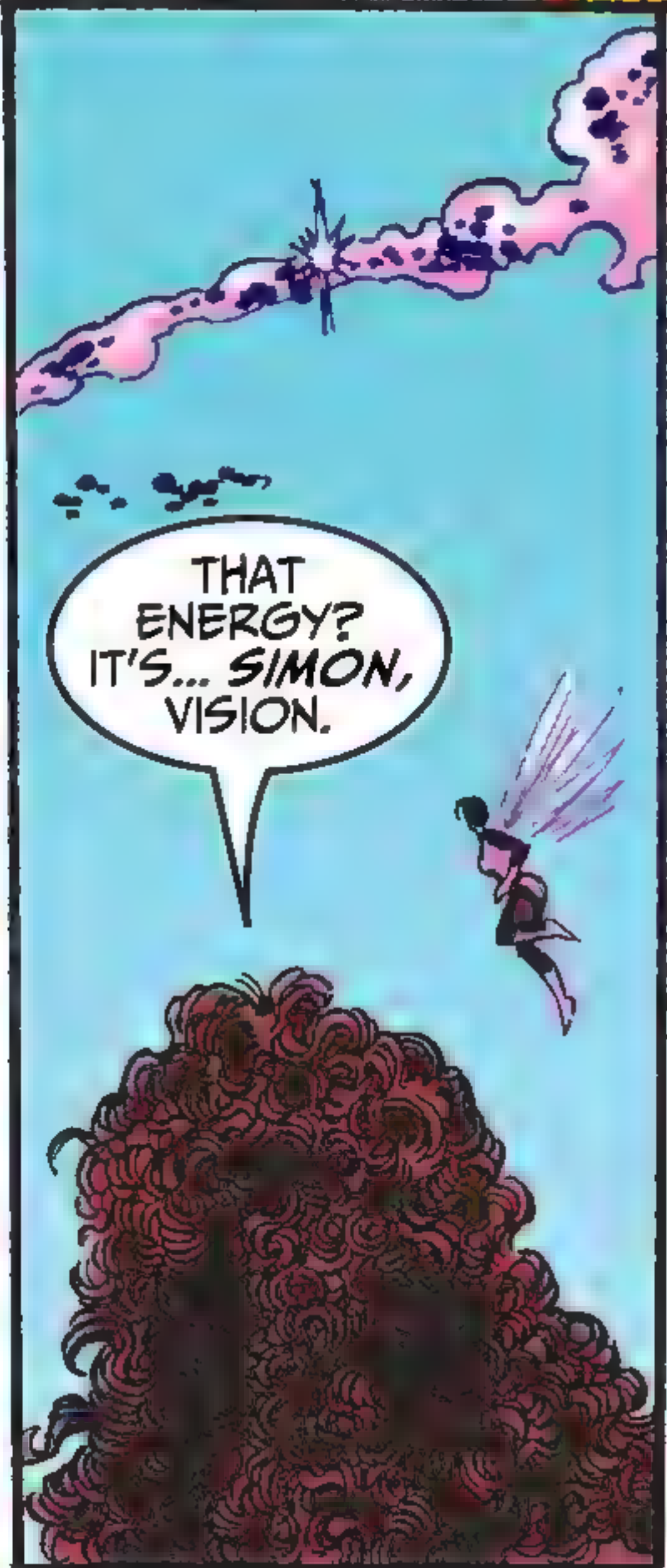
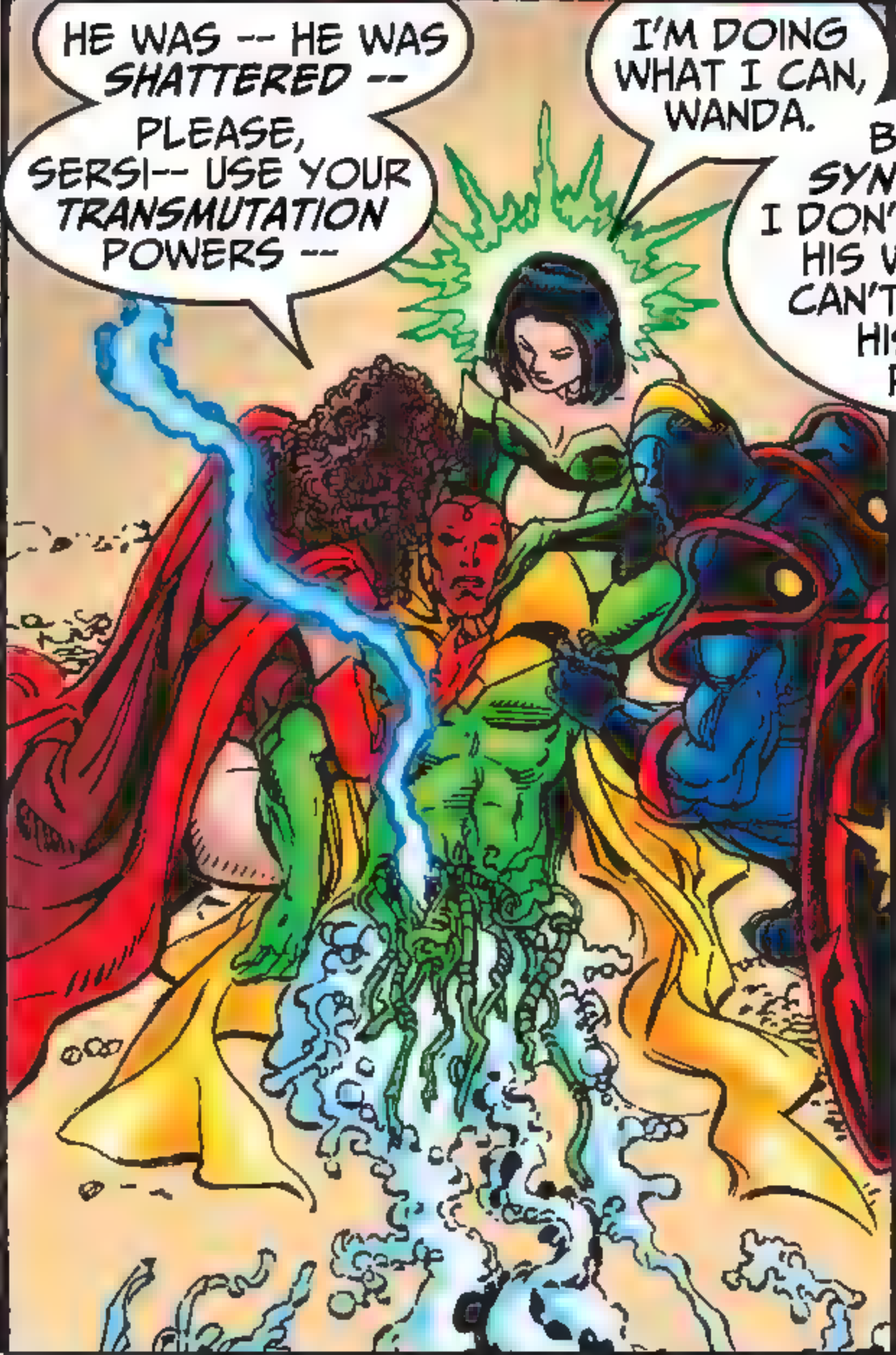
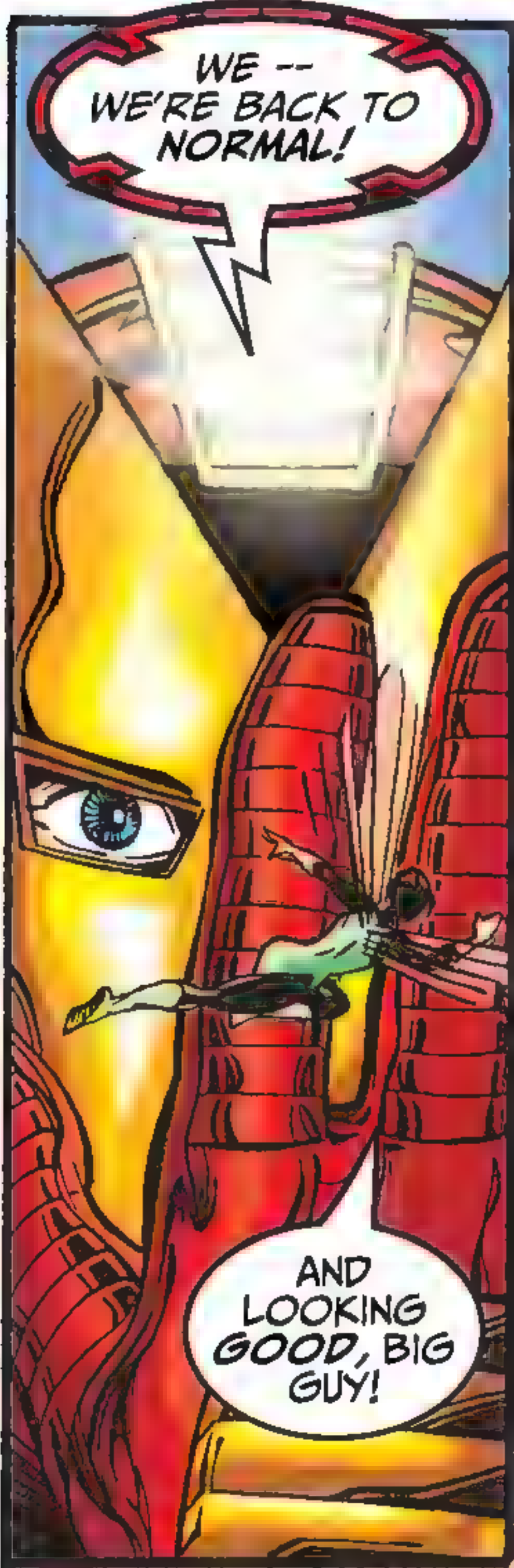
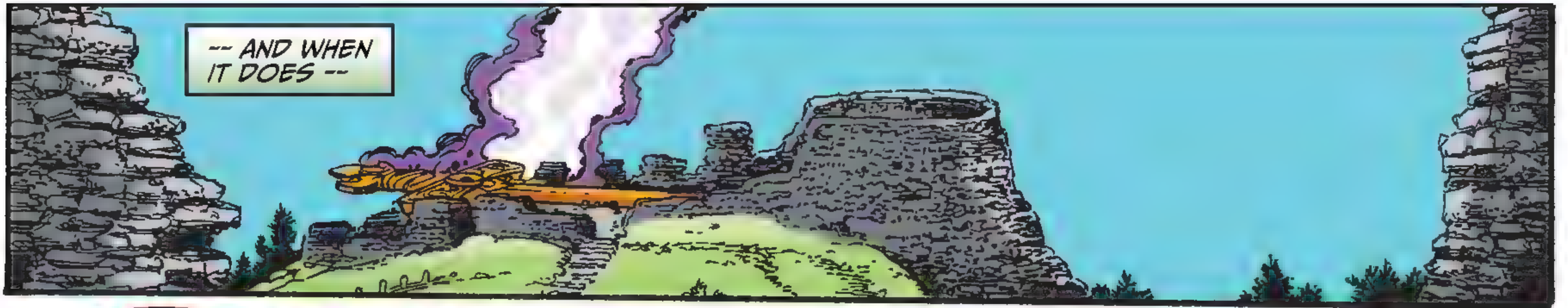


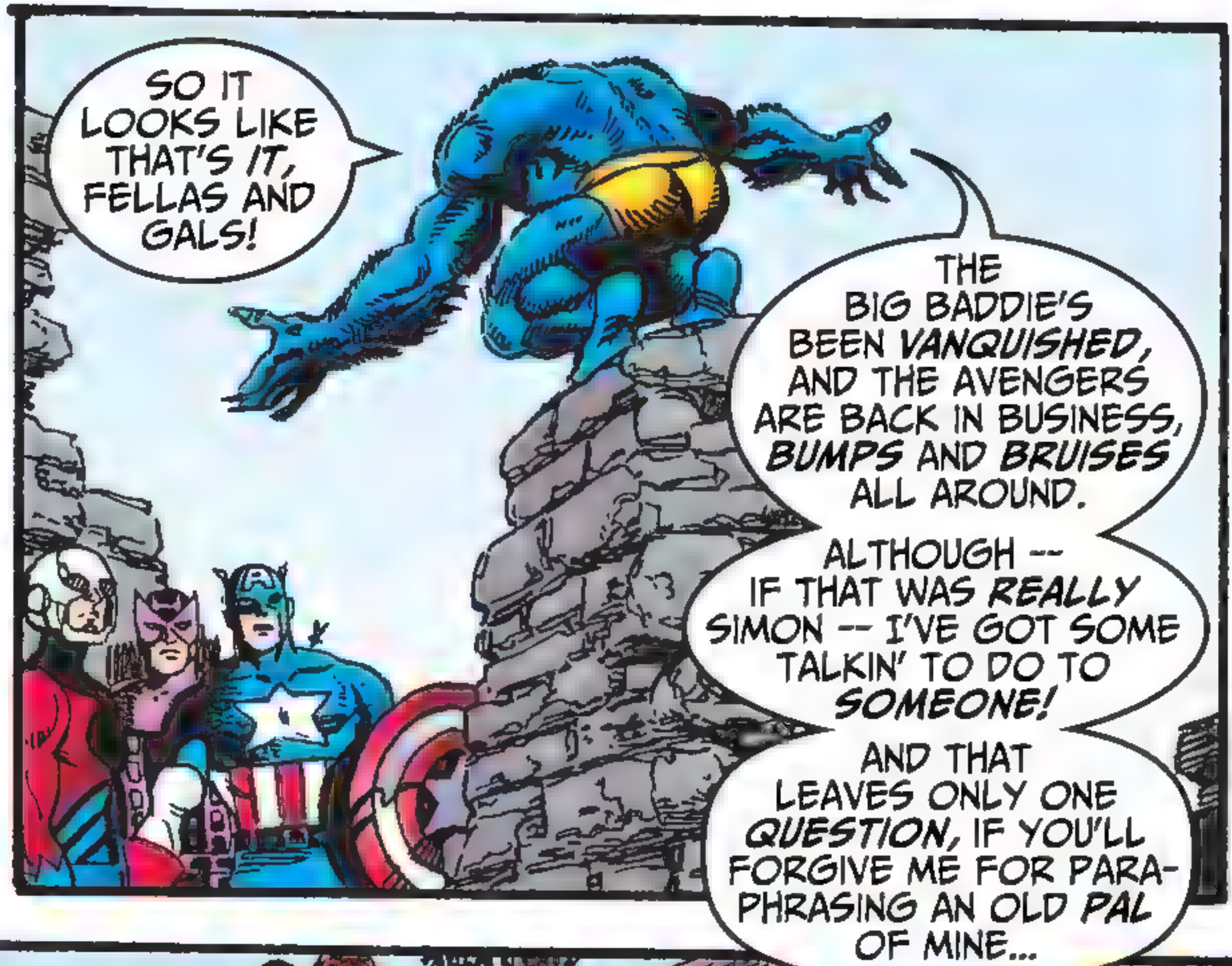
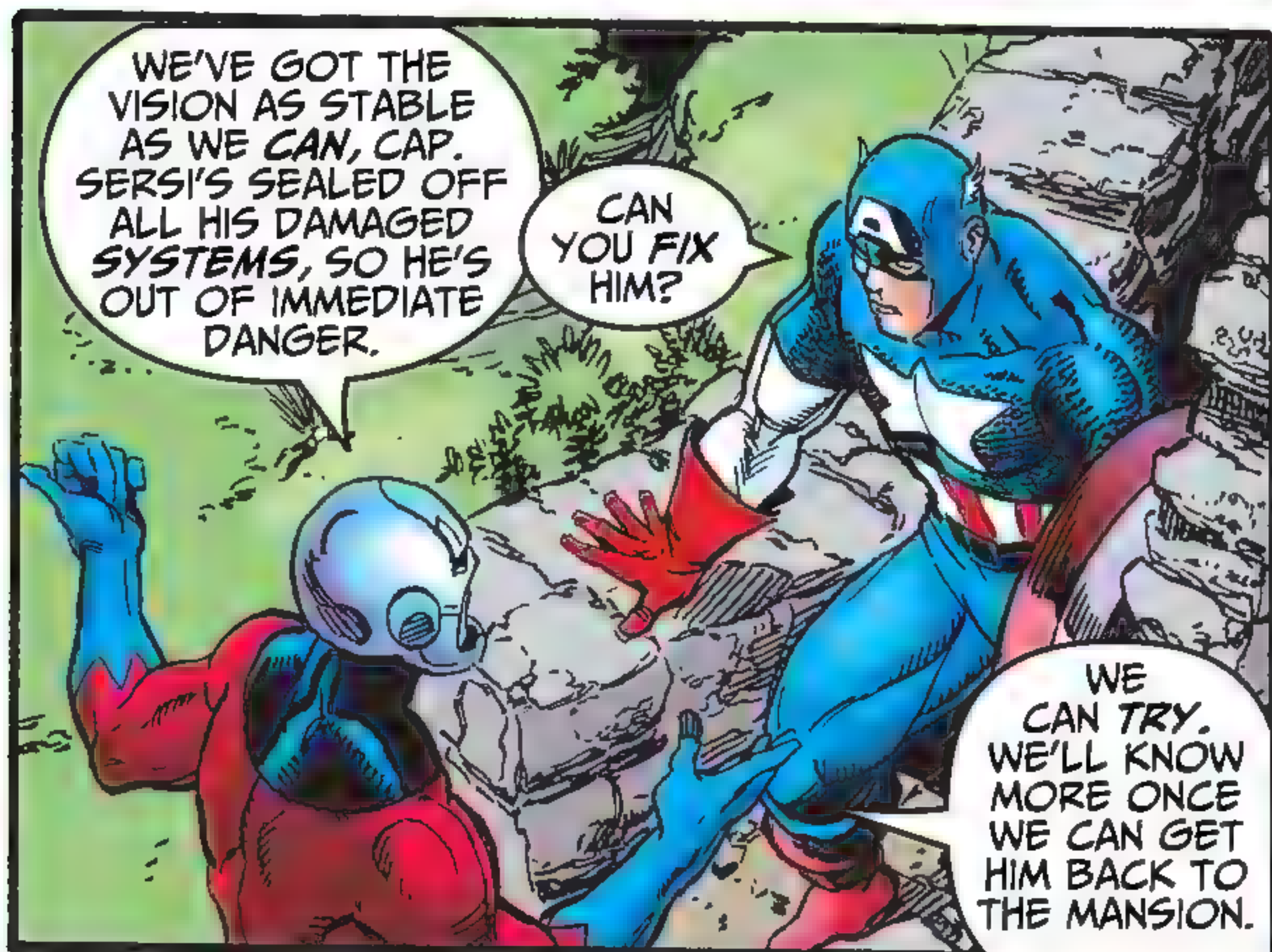
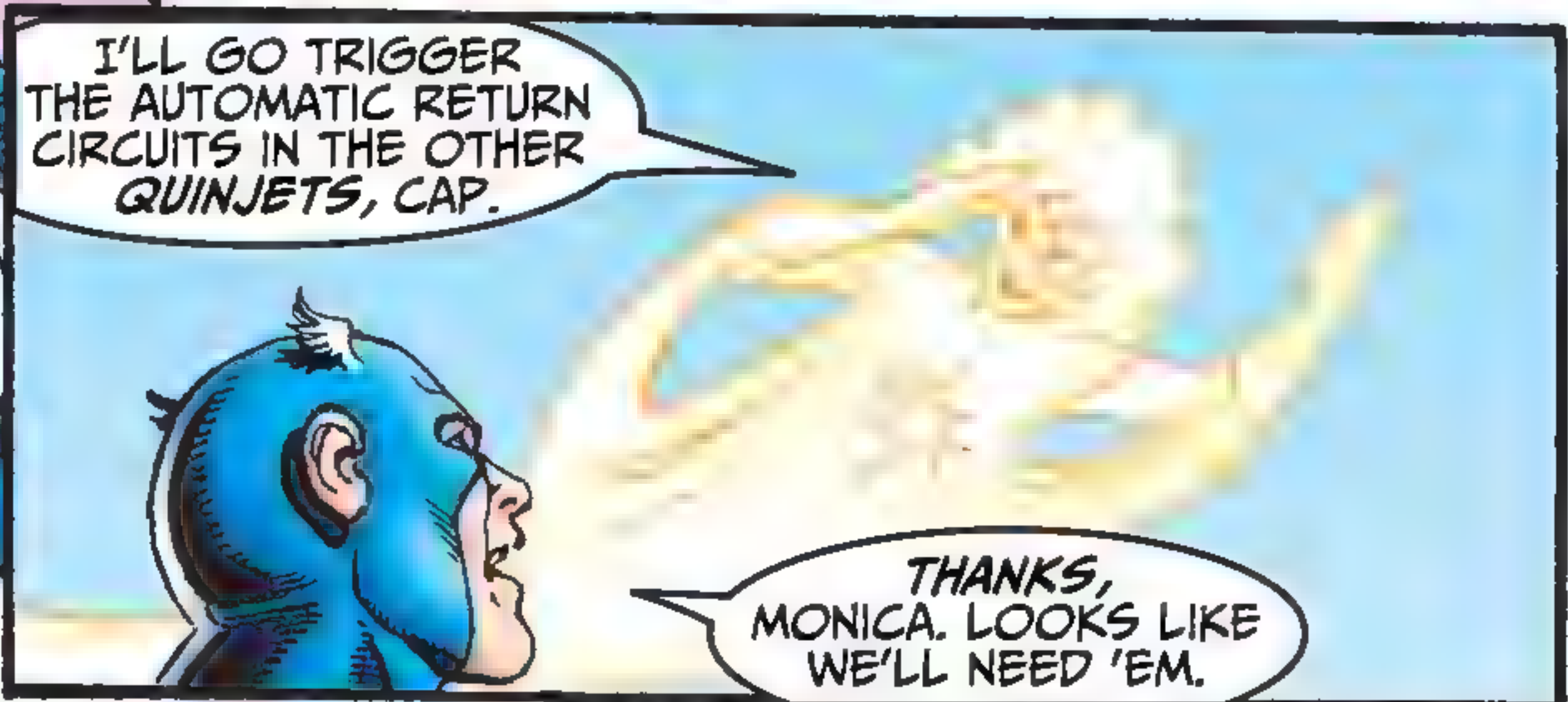
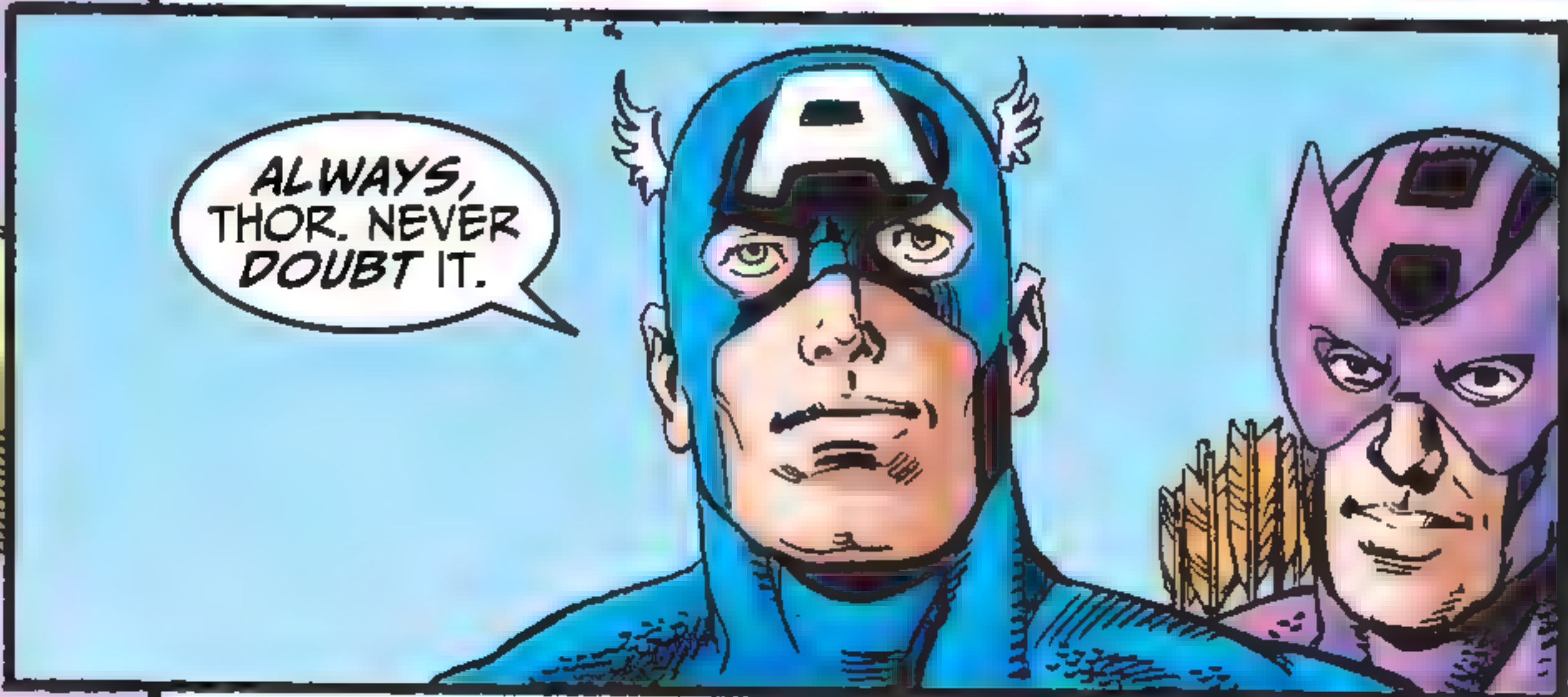
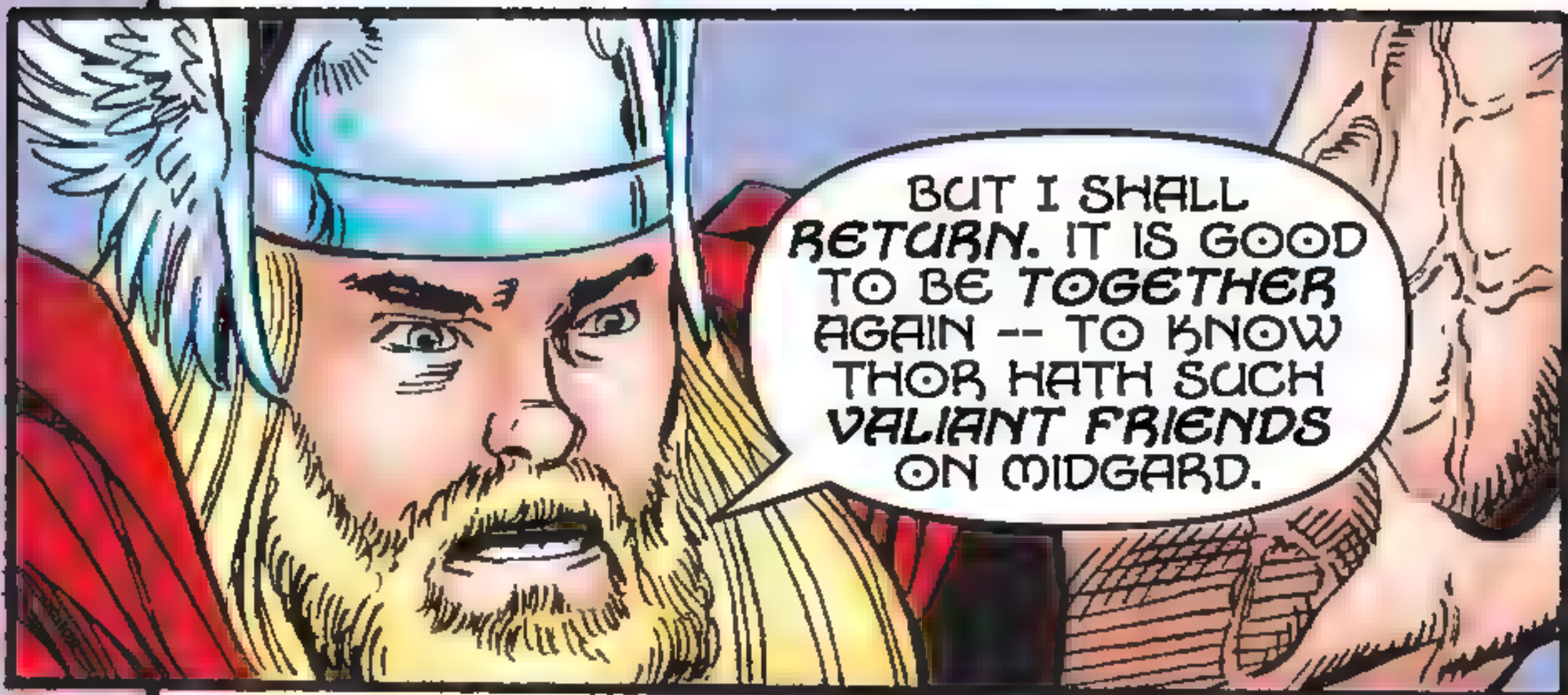
-- WONDER MAN FEELS
THE SURGE RIP THROUGH
HIS BODY, ESCALATING
OUT OF CONTROL --



AND THERE'S A WHITE-HOT
SCREAM OF PAIN AND
RAGE, BUT IT FADES --

-- IT FADES --





MARVEL[®]
COMICS



MAY
#4

APPROVED
BY THE
COMICS
CODE
AUTHORITY

BONUS POSTER INSIDE!

the AVENGERS[®]

WHO
WILL
BE THE
AVENGERS?



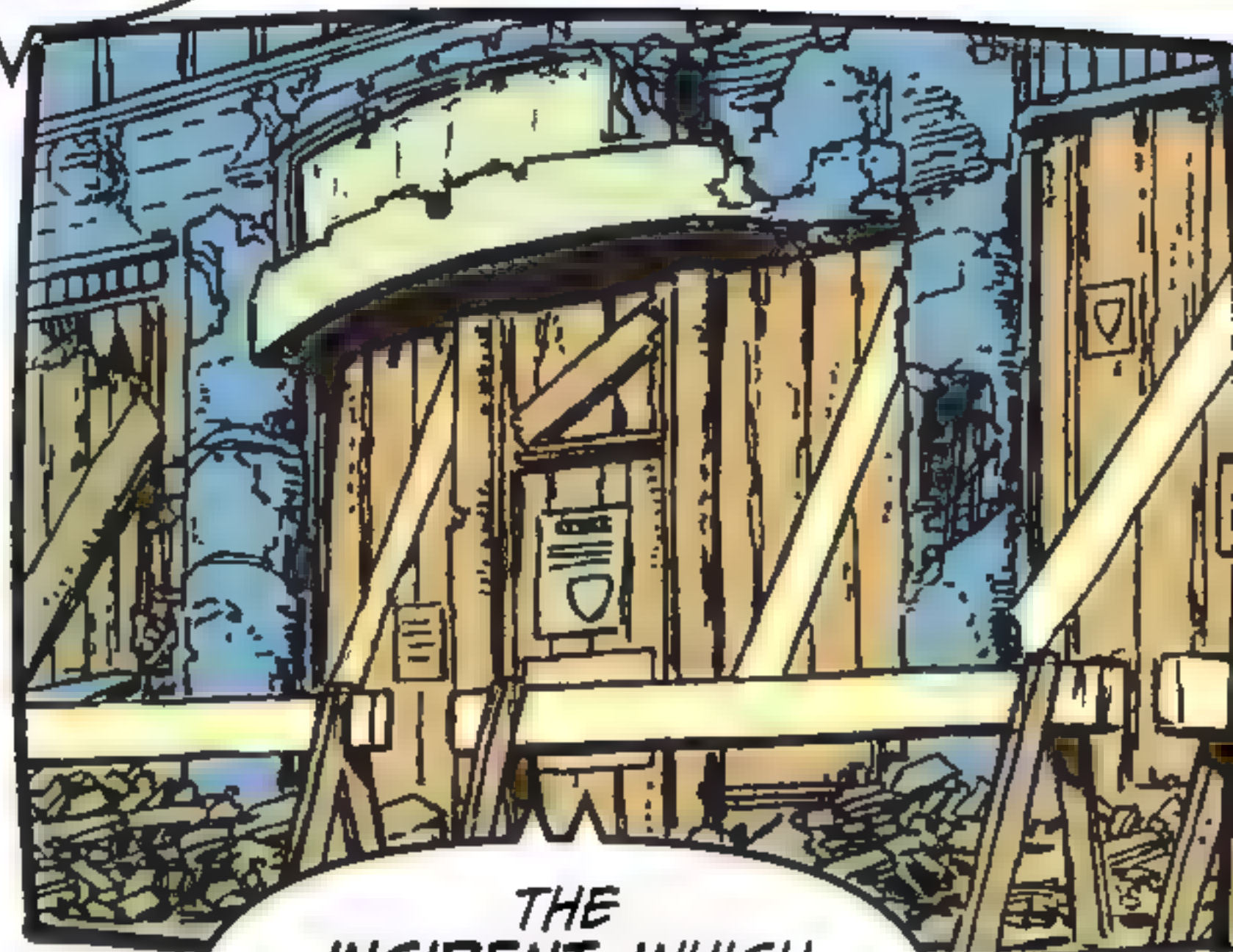
BUSIEK • PÉNEZ • VEY

BREAKING NEWS UPDATE WITH MEGAN MCLAREN

GOOD AFTERNOON, MANHATTAN.

THIS IS MEGAN MCLAREN FOR WJBP-TV, OUTSIDE AVENGERS MANSION, WHERE DEVELOPMENTS ARE EXPECTED SHORTLY --

-- ESPECIALLY IN THE WAKE OF YESTERDAY'S EVENTS.



THE INCIDENT, WHICH DEMOLISHED A MIDTOWN BANK, WAS CAPTURED BY SECURITY CAMERAS AS IT OCCURRED.

IT BEGAN WITH THE INTRUSION INTO THE BANK OF THE SUPER-VILLAIN WHIRLWIND --

LOOK ALIVE, YOU MOOKS! YOU'VE GOT A CUSTOMER --

-- AND I AIN'T STANDIN' IN ANY LINES!

USING HIS CYCLONIC POWERS AND BLADED ARMOR TO DEMOLISH THE BANK'S VAULT DOOR --

-- WHIRLWIND INSTRUCTED BANK EMPLOYEES AND CUSTOMERS TO FILL A LARGE SACK WITH CASH AND SECURITIES --

-- AND ONCE THEY HAD --

OKAY! NOBODY FOLLOWS, UNDERSTAND -- OR I DO THIS TO YOU!

BUT BEFORE WHIRLWIND COULD DEPART --

NICE NEW SUIT, WHIRLIE. THE DESIGN CAME TO YOU IN A DREAM, OR WHAT?

WHO --?!



TOO MANY AVENGERS!

KURT Busiek by **GEORGE Pérez** | **AL VEY & BOB WIAŁECK** inkers **TOM SMITH** colors | **BOB HARRAS** chief
RS/COMICRAFT/DB letters **TOM BREVOORT** edits



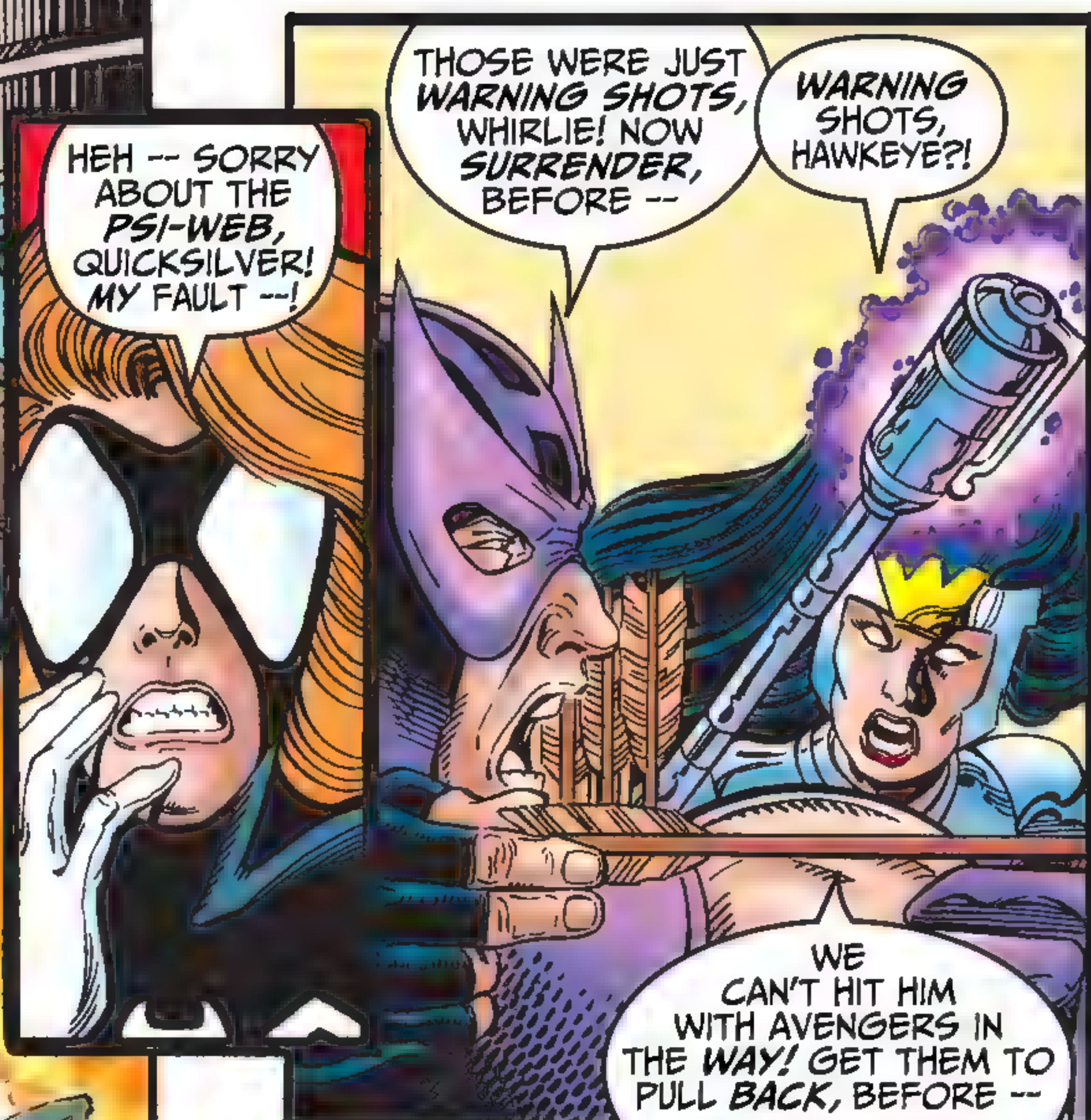
"HOWEVER, AS THE AVENGERS SURGED FORWARD --"

QUICKSILVER --
LOOK OUT! MY
BLAST --!

OH,
MAN! I'VE
GOT TO --
I'VE GOT
TO --

SURRENDER,
DAVID CANNON,
OR -- AGH!

PIETRO --
NO!

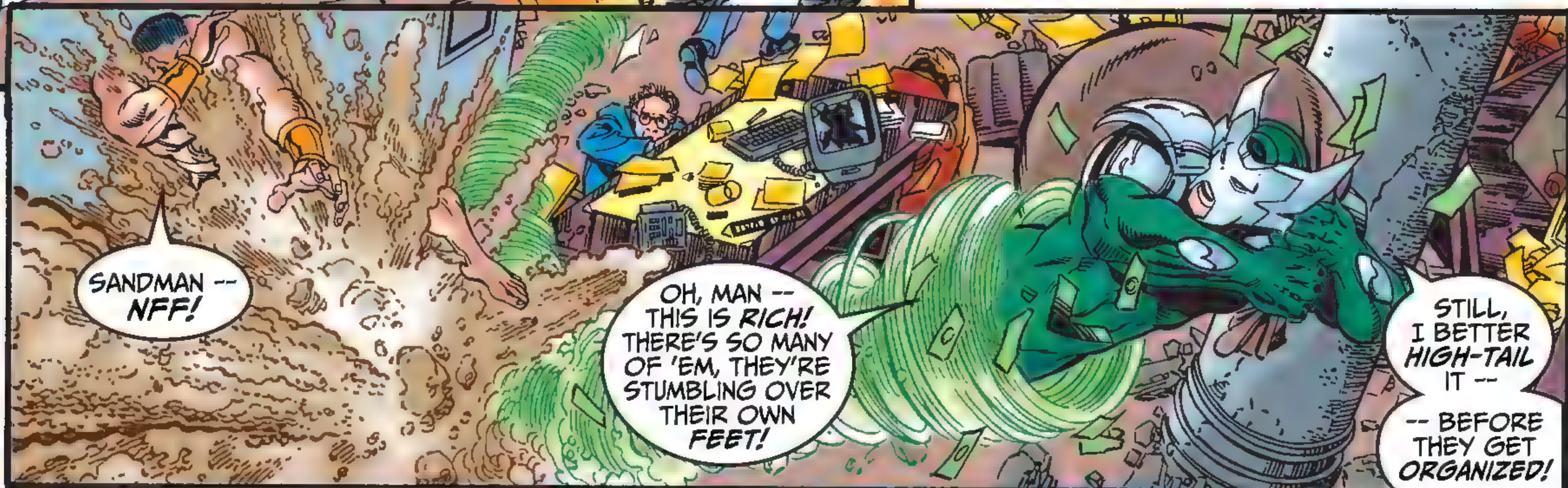


HEH -- SORRY
ABOUT THE
PSI-WEB,
QUICKSILVER!
MY FAULT --!

THOSE WERE JUST
WARNING SHOTS,
WHIRLIE! NOW
SURRENDER,
BEFORE --

WARNING
SHOTS,
HAWKEYE?!

WE
CAN'T HIT HIM
WITH AVENGERS IN
THE WAY! GET THEM TO
PULL BACK, BEFORE --



SANDMAN --
NFF!

OH, MAN --
THIS IS RICH!
THERE'S SO MANY
OF 'EM, THEY'RE
STUMBLING OVER
THEIR OWN
FEET!

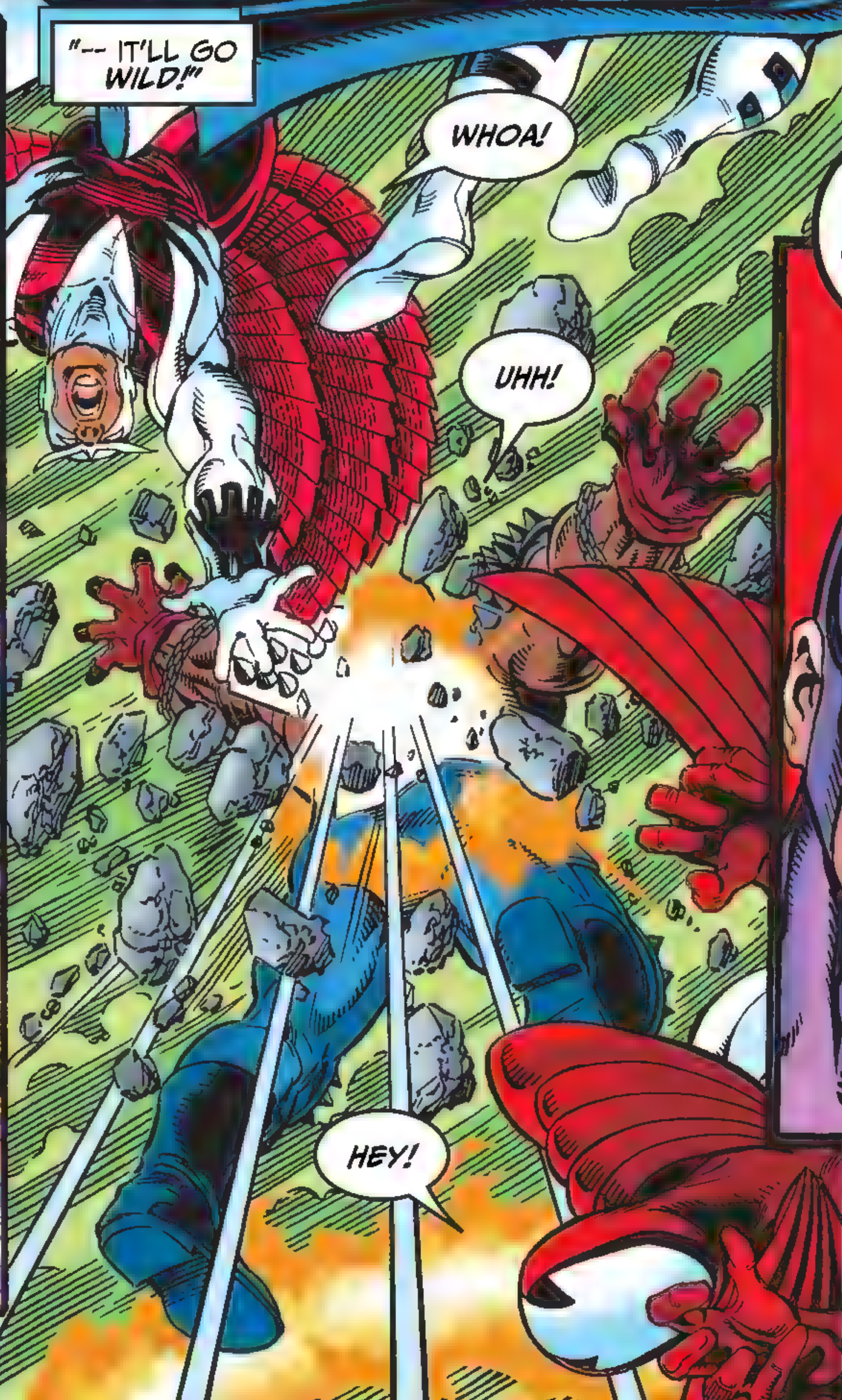
STILL,
I BETTER
HIGH-TAIL
IT --

-- BEFORE
THEY GET
ORGANIZED!



FLEE
AS FAR AS
YOU LIKE,
VILLAIN! YOU'LL
NOT ESCAPE
THE FURY OF
HERCULES!

HERC --
NO! I'VE
SET UP A WIND-
TRAP, AND IF
YOU DISRUPT
IT --

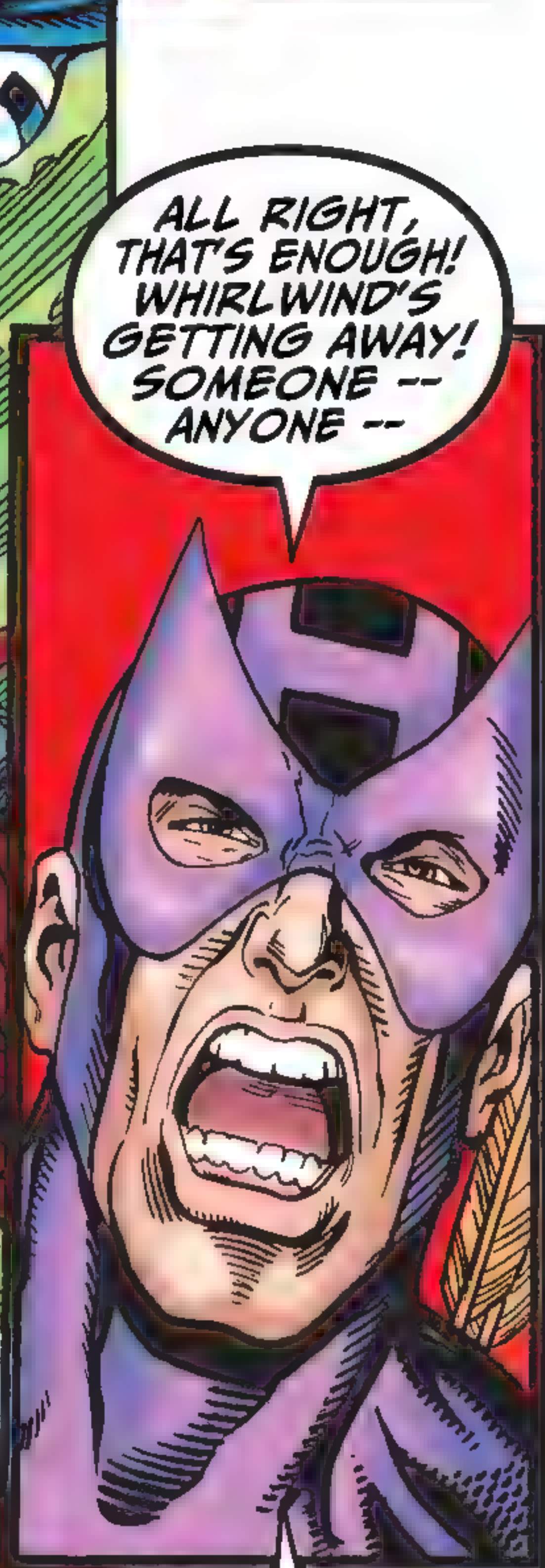


"-- IT'LL GO
WILD!"

WHOA!

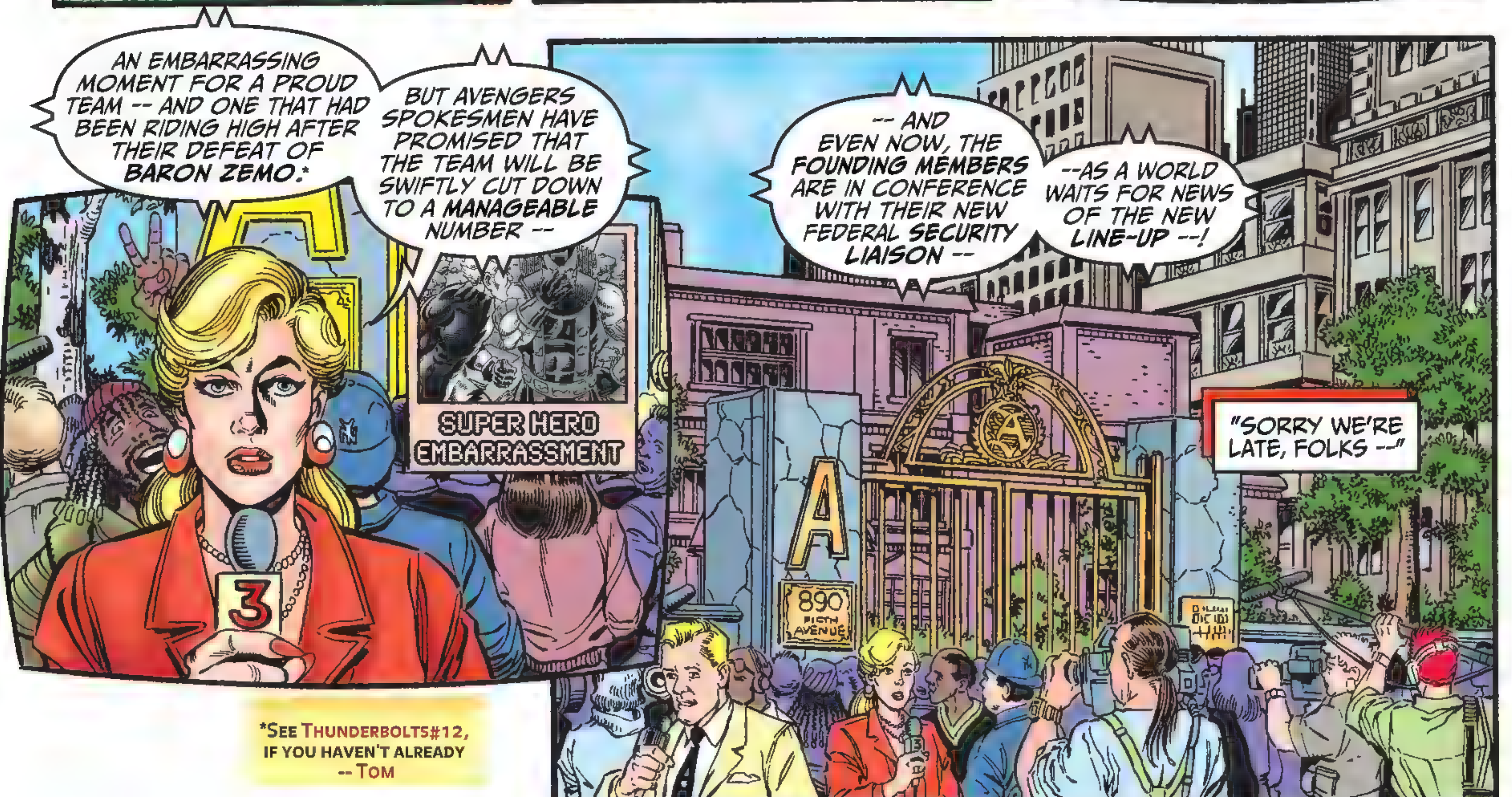
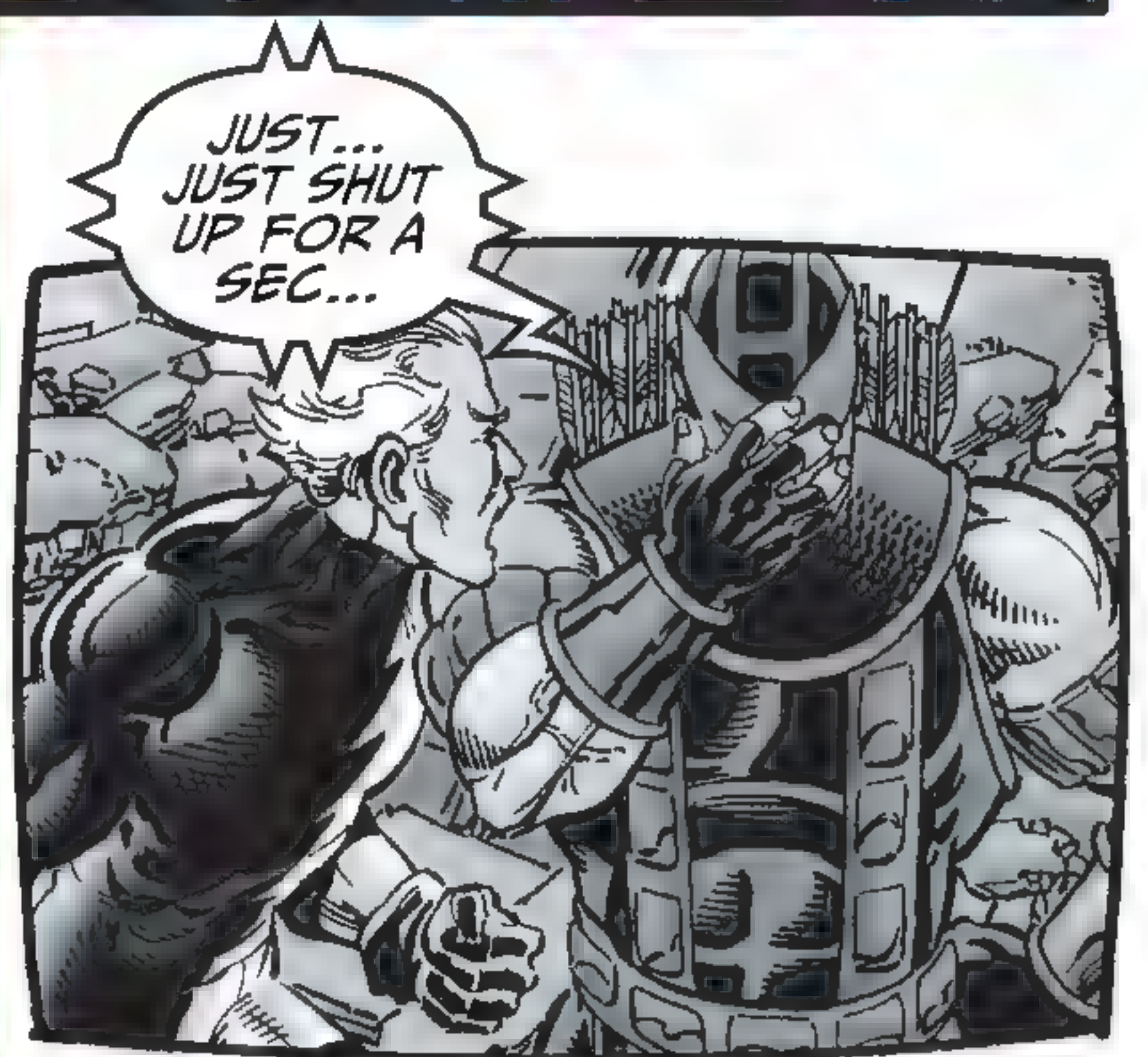
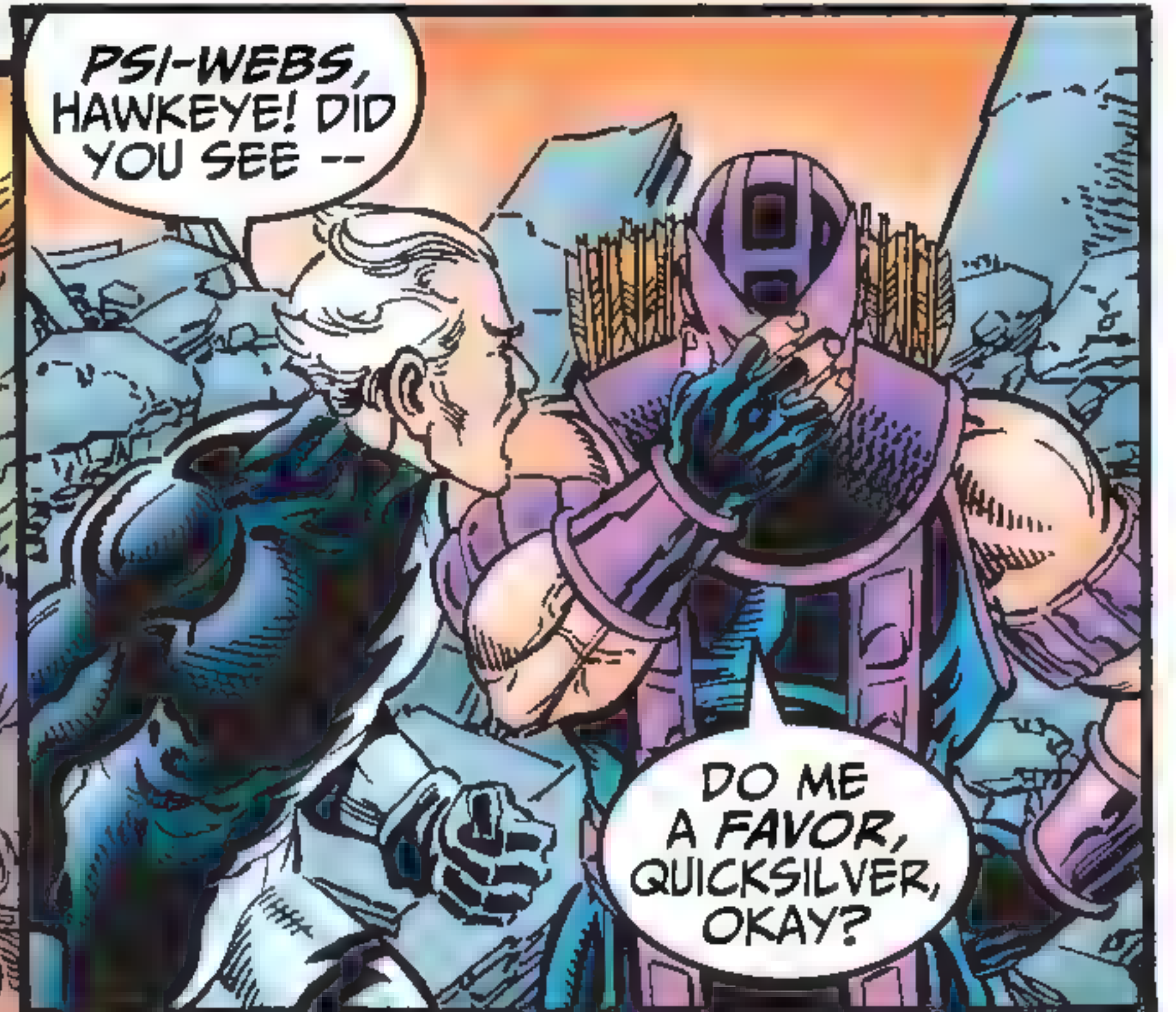
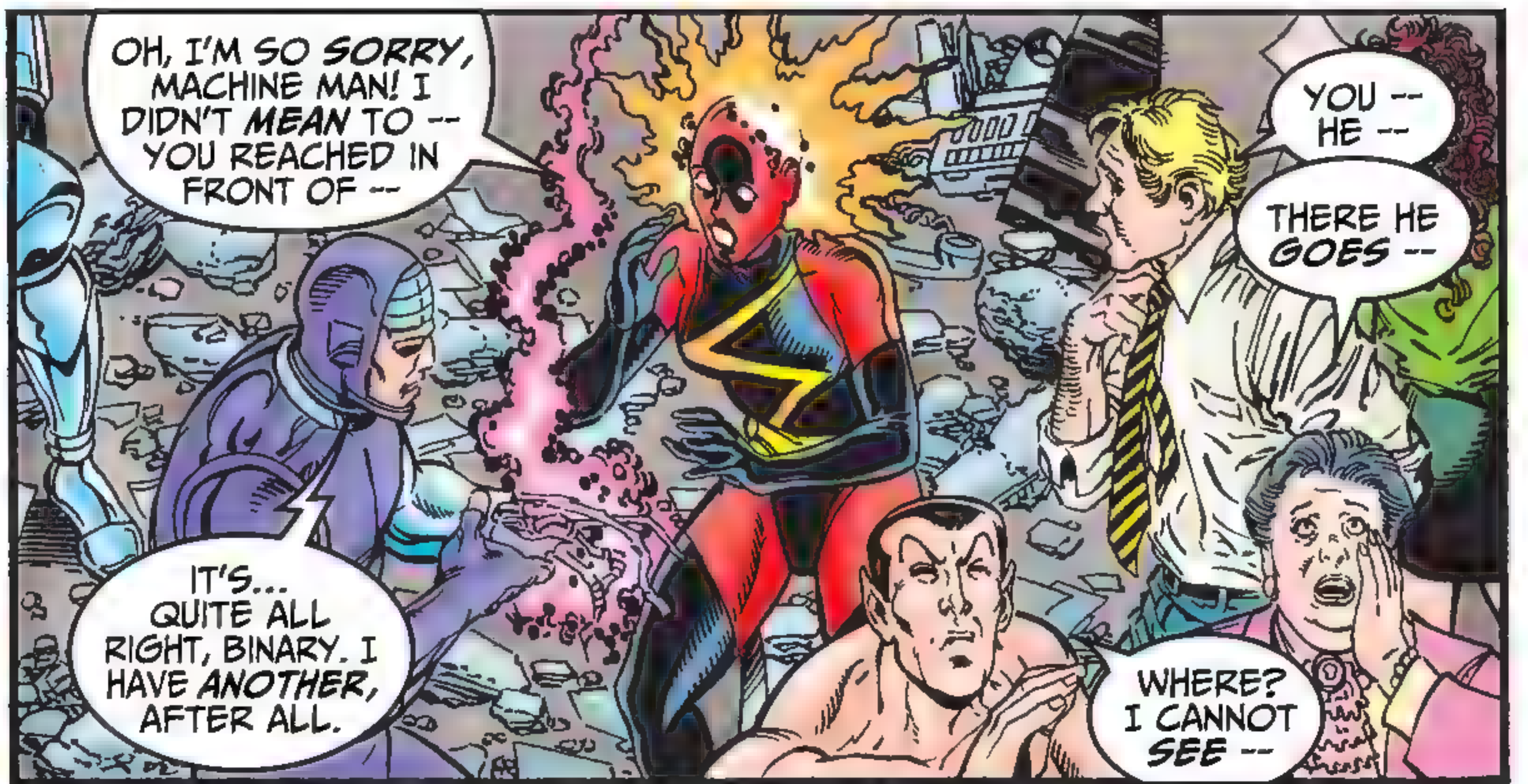
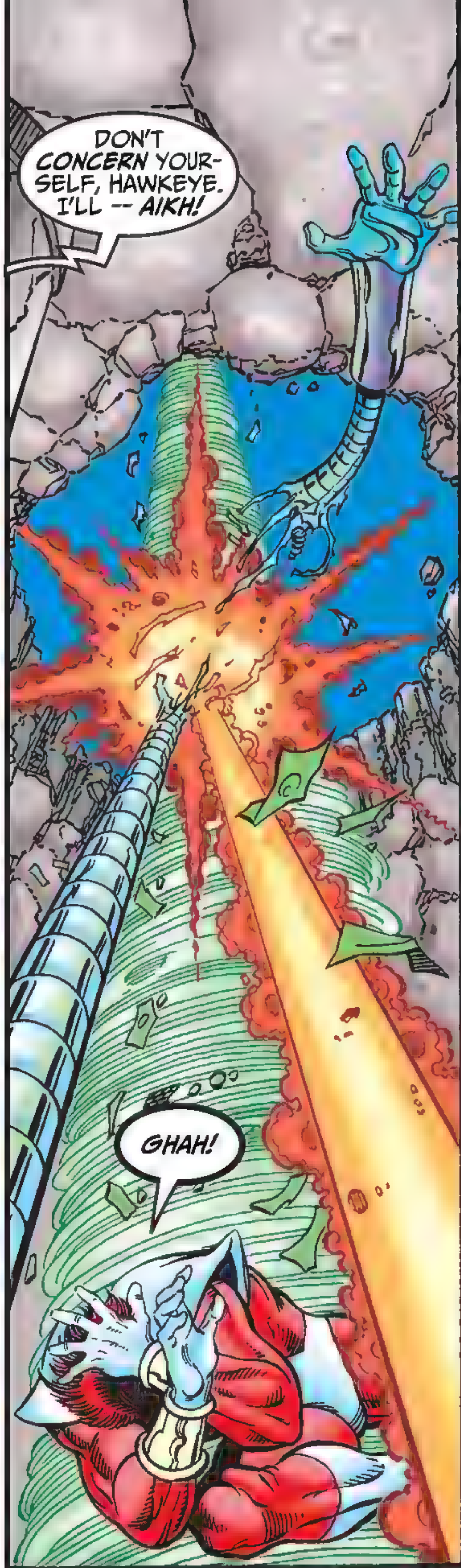
UHH!

HEY!



ALL RIGHT,
THAT'S ENOUGH!
WHIRLWIND'S
GETTING AWAY!
SOMEONE --
ANYONE --

-- STOP
HIM!



*SEE THUNDERBOLTS#12,
IF YOU HAVEN'T ALREADY
-- TOM



-- BUT
SOMEBODY
COULDN'T
DECIDE WHICH
COSTUME TO
WEAR...

OH,
LIKE IT'S EASY
LOOKING THIS GOOD!
HIYA, FELLAS! THE
WINSOME WASP -- AND
GRUMPY OL' GIANT-
MAN -- REPORTING
FOR DUTY!

LOVE
THE SHIELD,
CAP!

THANKS,
JAN. IT'S NOT
THE OLD
ONE* -- BUT IT
DOES THE
JOB.

AHEM.

WASP, MAY
I PRESENT
FEDERAL AGENT
DUANE JEROME
FREEMAN, OUR
NEW FEDERAL
SECURITY
LIAISON...

IN A SEC,
IRON MAN!
FIRST --

*LOST AT SEA, IN
CAPTAIN AMERICA
#2 -- TOM

-- I'VE JUST GOT TO
TELL THOR HERE
HOW *GRRRREAT* HE
LOOKS NOW THAT
HE'S SHAVED! I
SWEAR, THOR --
YOU'RE THE GOD
OF HUNKS!

AND NOW, LET ME SHOOT UP
TO FULL HEIGHT AND APOLOGIZE,
MR. FREEMAN. I'M NOT
USUALLY THIS GIDDY, NOT
THESE DAYS --

BUT THIS
GROUPING OF
AVENGERS JUST
DOES SOMETHING
TO ME...

NO
APOLOGY
NECESSARY,
MS. VAN DYNE.
I KNOW THE
FEELING.

BUT ON THAT SUBJECT --
YOU'RE ALL CONSIDERED
"FOUNDERS," EVEN
THOUGH CAPTAIN AMERICA
DIDN'T JOIN UNTIL
LATER.

IT'S
EVEN IN YOUR
CHARTER THAT
WAY. HOW
DOES THAT
WORK?

IT'S AN
ADMINISTRATIVE
MATTER, MR.
FREEMAN.

SOMEONE'S GOT TO BE
RESPONSIBLE FOR THE
TEAM'S GOOD NAME, NO
MATTER HOW OFTEN
THE ROSTER
CHANGES.

WE CHOSE
TO MAKE THAT THE
FOUNDERS -- AND
FORMALLY GAVE CAP
FOUNDER STATUS
WHEN WE VOTED
HULK OUT.

AH. OF
COURSE.

MY
THANKS,
JANET.

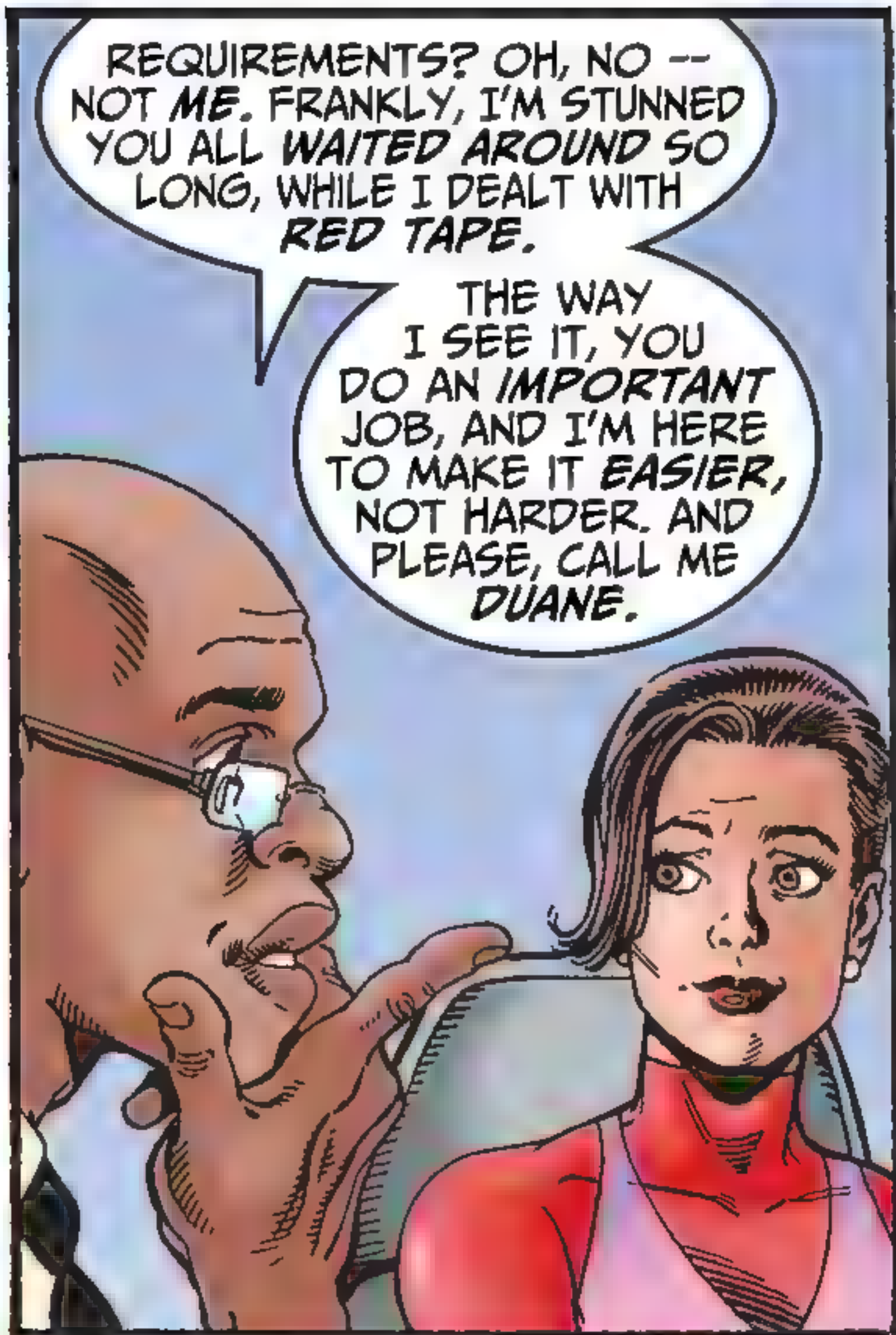
SO, MR. FREEMAN. BEFORE WE START, DO YOU HAVE ANY **REQUIREMENTS** FOR REINSTATING THE AVENGERS' SECURITY CLEARANCES?

AFTER YESTERDAY'S **DEBACLE**, I'D LIKE TO GET A FUNCTIONING TEAM IN PLACE AND ACTIVE AS SOON AS ---



REQUIREMENTS? OH, NO -- NOT ME. FRANKLY, I'M STUNNED YOU ALL **WAITED AROUND** SO LONG, WHILE I DEALT WITH **RED TAPE**.

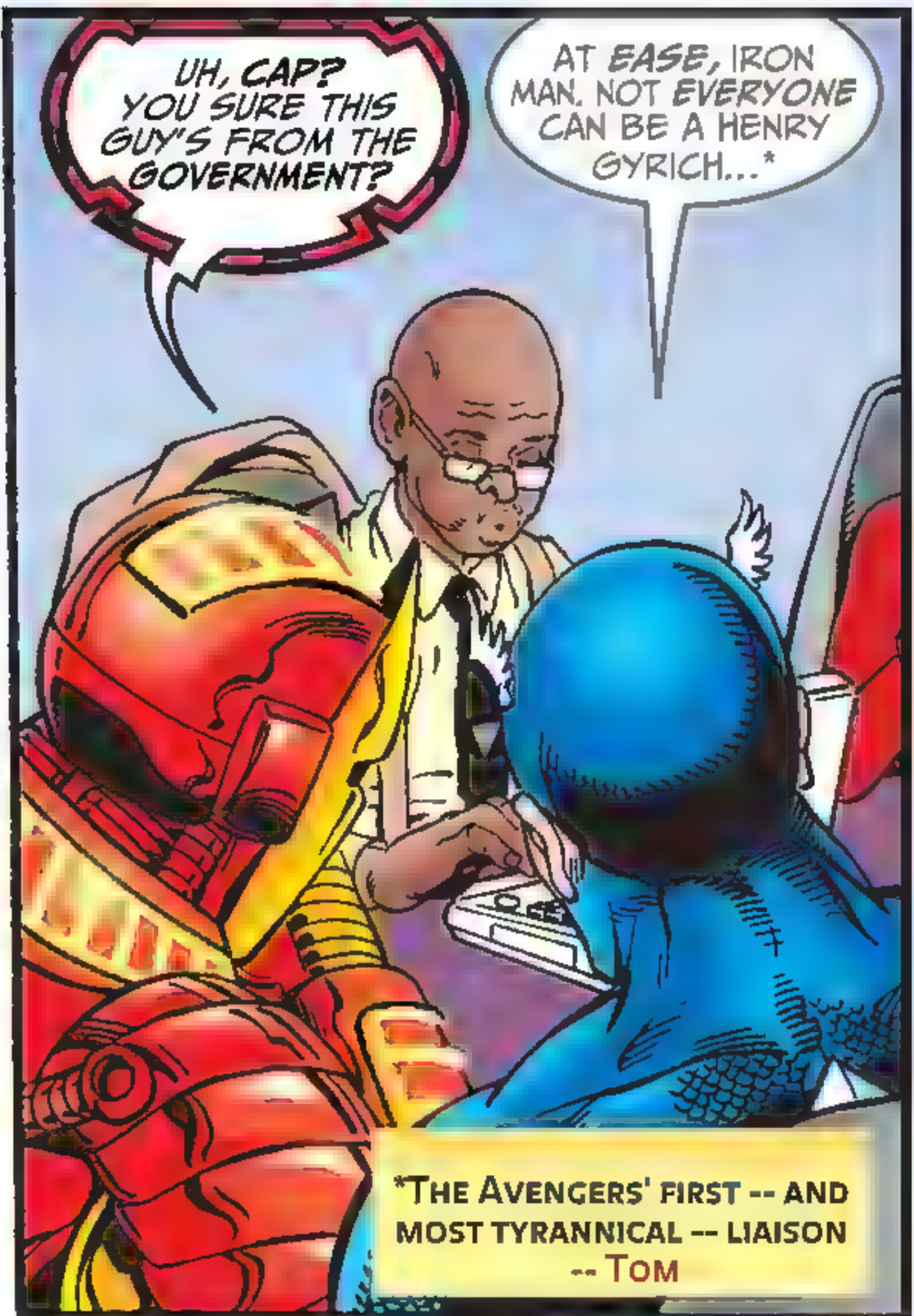
THE WAY I SEE IT, YOU DO AN **IMPORTANT** JOB, AND I'M HERE TO MAKE IT **EASIER**, NOT HARDER. AND PLEASE, CALL ME **DUANE**.



UH, CAP? YOU SURE THIS GUY'S FROM THE GOVERNMENT?

AT EASE, IRON MAN. NOT EVERYONE CAN BE A HENRY GYRICH...*

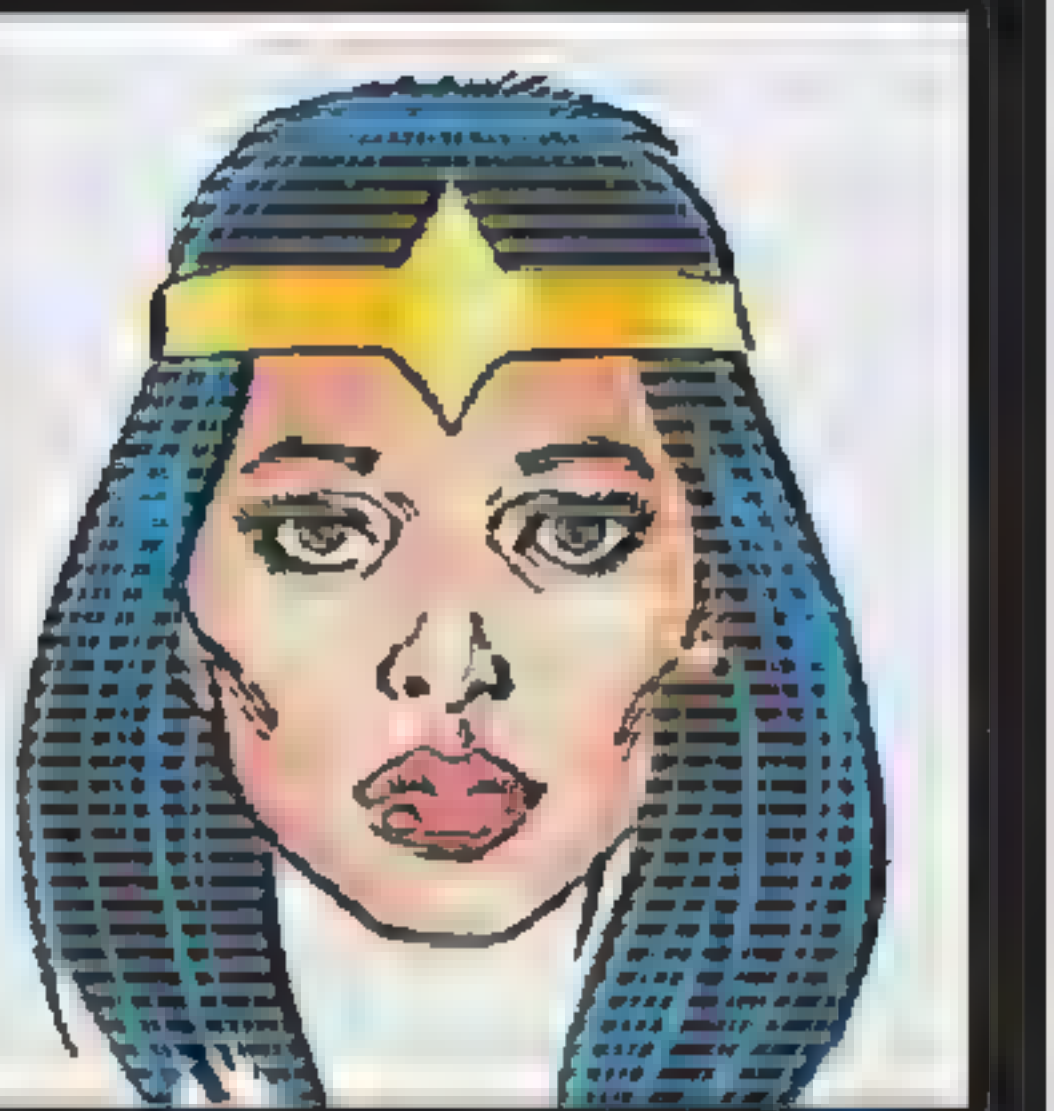
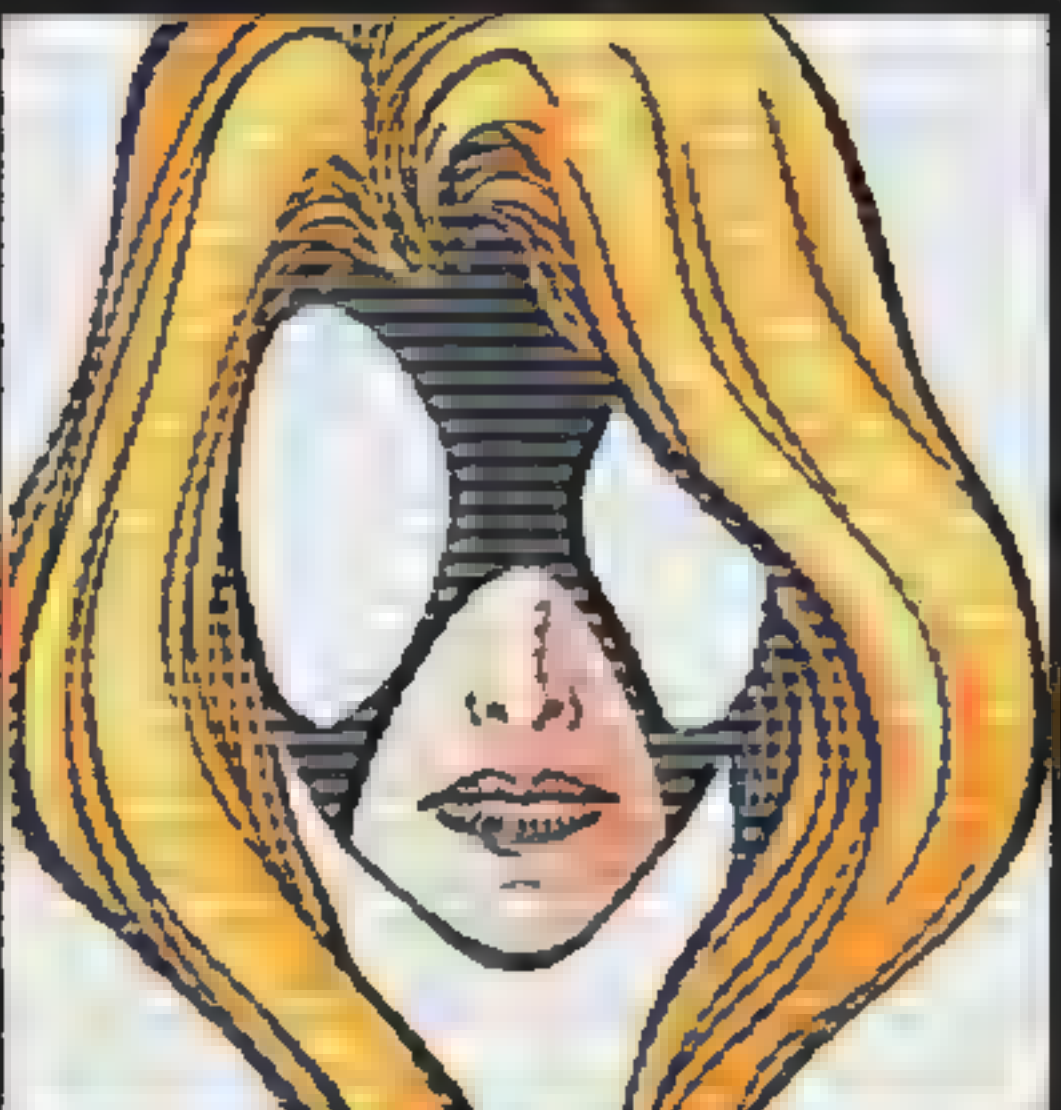
*THE AVENGERS' FIRST -- AND MOST TYRANNICAL -- LIAISON
-- TOM

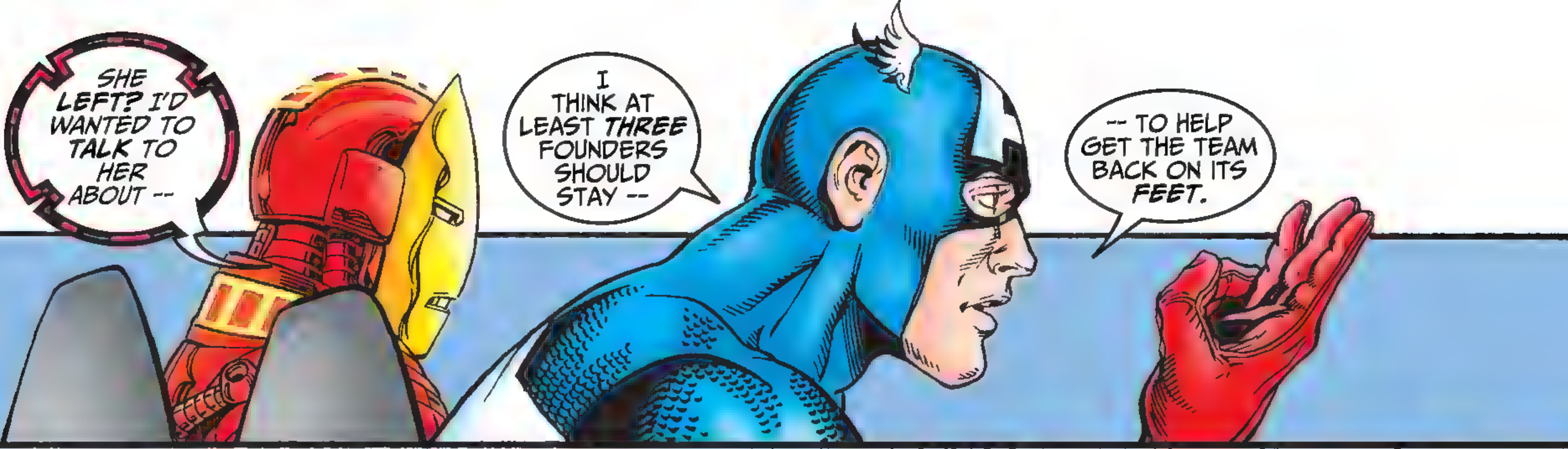


OKAY. WELL, THE **FIRST** STEP IS TO GET OUR NUMBERS DOWN TO A MANAGEABLE LEVEL. FORTUNATELY, THAT SHOULDN'T BE DIFFICULT.

WITH THE **MORGAN LE FAY** AFFAIR, WE GOT A LARGE TURNOUT, BUT THAT WAS DUE TO THE **SITUATION** MORE THAN ANYTHING ELSE. NOT EVERYONE WHO SHOWED UP INTENDED TO BECOME ACTIVE AGAIN. EIGHT OF THEM HAVE ALREADY LEFT, IN FACT...



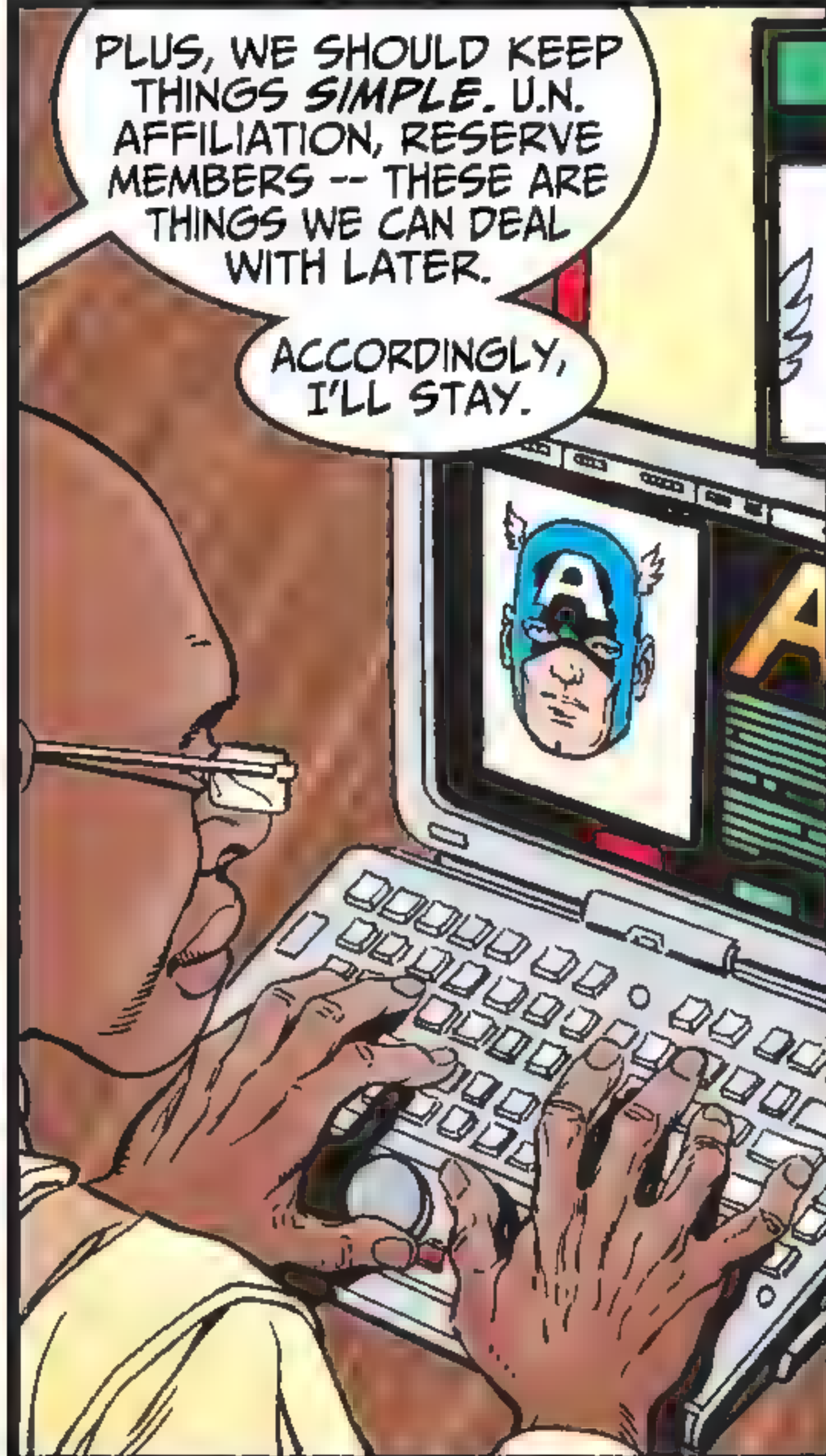
"STINGRAY WENT BACK TO HIS OCEANOGRAPHIC RESEARCH -- FILE EDIT ABILITIES HISTORY MEMBERSHIP STATUS 	"-- THE SANDMAN RETURNED TO HIS JOB WITH SILVER SABLE, INC. -- FILE EDIT ABILITIES HISTORY MEMBERSHIP STATUS 	"-- PHOTON RECENTLY STARTED A BUSINESS WITH HER FATHER, WHICH NEEDS HER ATTENTION -- FILE EDIT ABILITIES HISTORY MEMBERSHIP STATUS 	"-- FIREBIRD HAD HER MISSION WORK BACK IN NEW MEXICO -- FILE EDIT ABILITIES HISTORY MEMBERSHIP STATUS 
"-- DARKHAWK SAID HE'D RATHER STAY A LOCAL HERO, IN QUEENS -- FILE EDIT ABILITIES HISTORY MEMBERSHIP STATUS 	"-- SPIDER-WOMAN HAS A JOB AND A DAUGHTER IN DENVER -- FILE EDIT ABILITIES HISTORY MEMBERSHIP STATUS 	"-- THE LIVING LIGHTNING RETURNED TO HIS CLASSES AT U.C.L.A. -- FILE EDIT ABILITIES HISTORY MEMBERSHIP STATUS 	"-- AND THE BLACK WIDOW -- WELL, SHE LEFT WITHOUT EXPLANATION." FILE EDIT ABILITIES HISTORY MEMBERSHIP STATUS 



SHE LEFT? I'D WANTED TO TALK TO HER ABOUT --

I THINK AT LEAST **THREE** FOUNDERS SHOULD STAY --

-- TO HELP GET THE TEAM BACK ON ITS FEET.

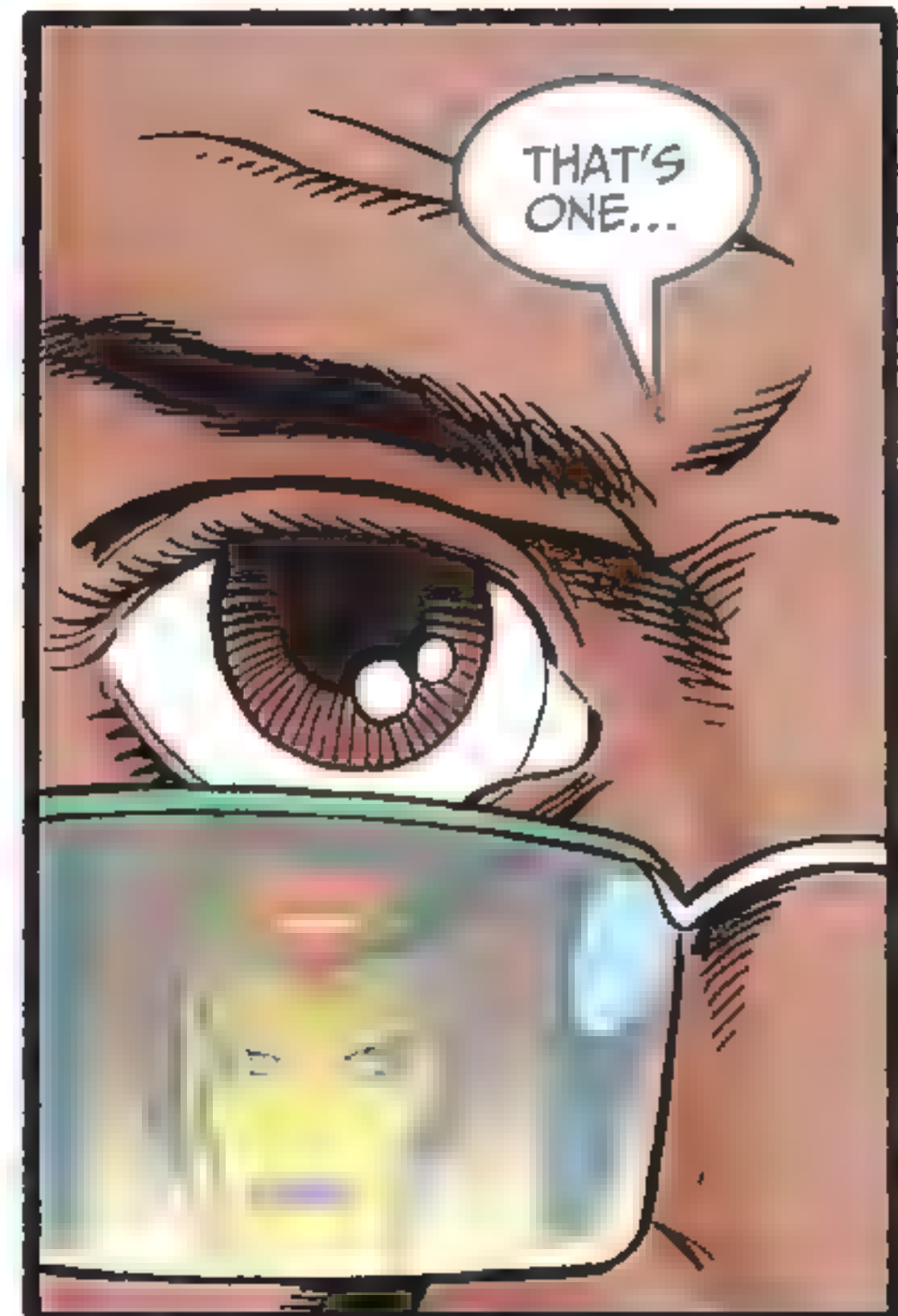


PLUS, WE SHOULD KEEP THINGS **SIMPLE**. U.N. AFFILIATION, RESERVE MEMBERS -- THESE ARE THINGS WE CAN DEAL WITH LATER.

ACCORDINGLY, I'LL STAY.

MEMBERSHIP STATUS

ACTIVE	☒
INACTIVE	☐
RESERVE	☐
DECEASED	☐



THAT'S ONE...



I AGREE, CAP. OUR FIRST PRIORITY SHOULD BE REBUILDING THE TEAM, NOT WEIGHING IT DOWN WITH COMPLICATIONS. I'M IN, TOO.



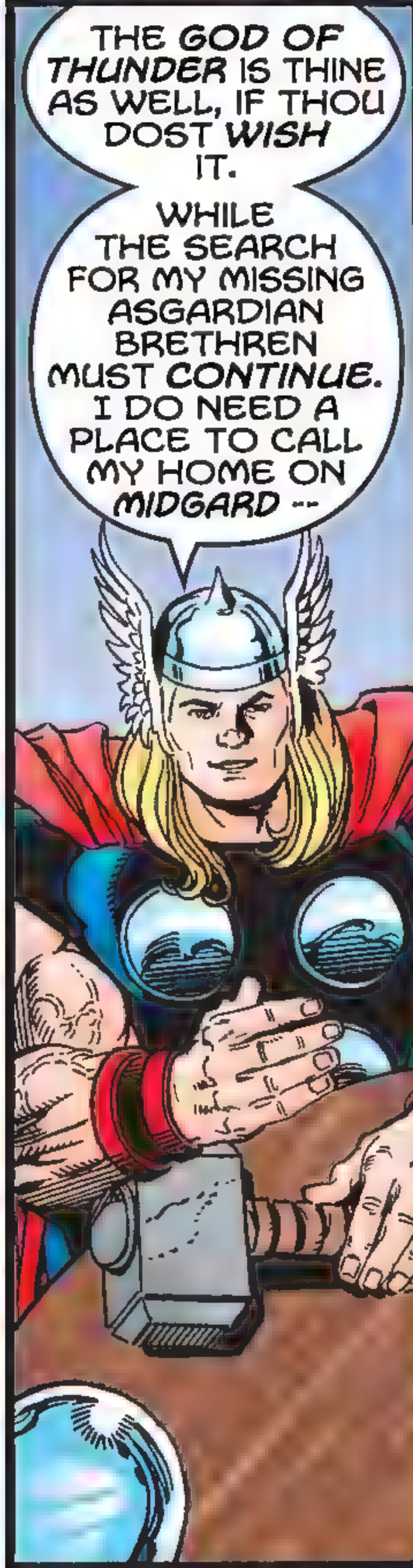
TWO...

ACTIVE

INACTIVE

RESERVE

DECEASED



THE GOD OF THUNDER IS THINE AS WELL, IF THOU DOST WISH IT.

WHILE THE SEARCH FOR MY MISSING ASGARDIAN BRETHREN MUST CONTINUE. I DO NEED A PLACE TO CALL MY HOME ON MIDGARD --

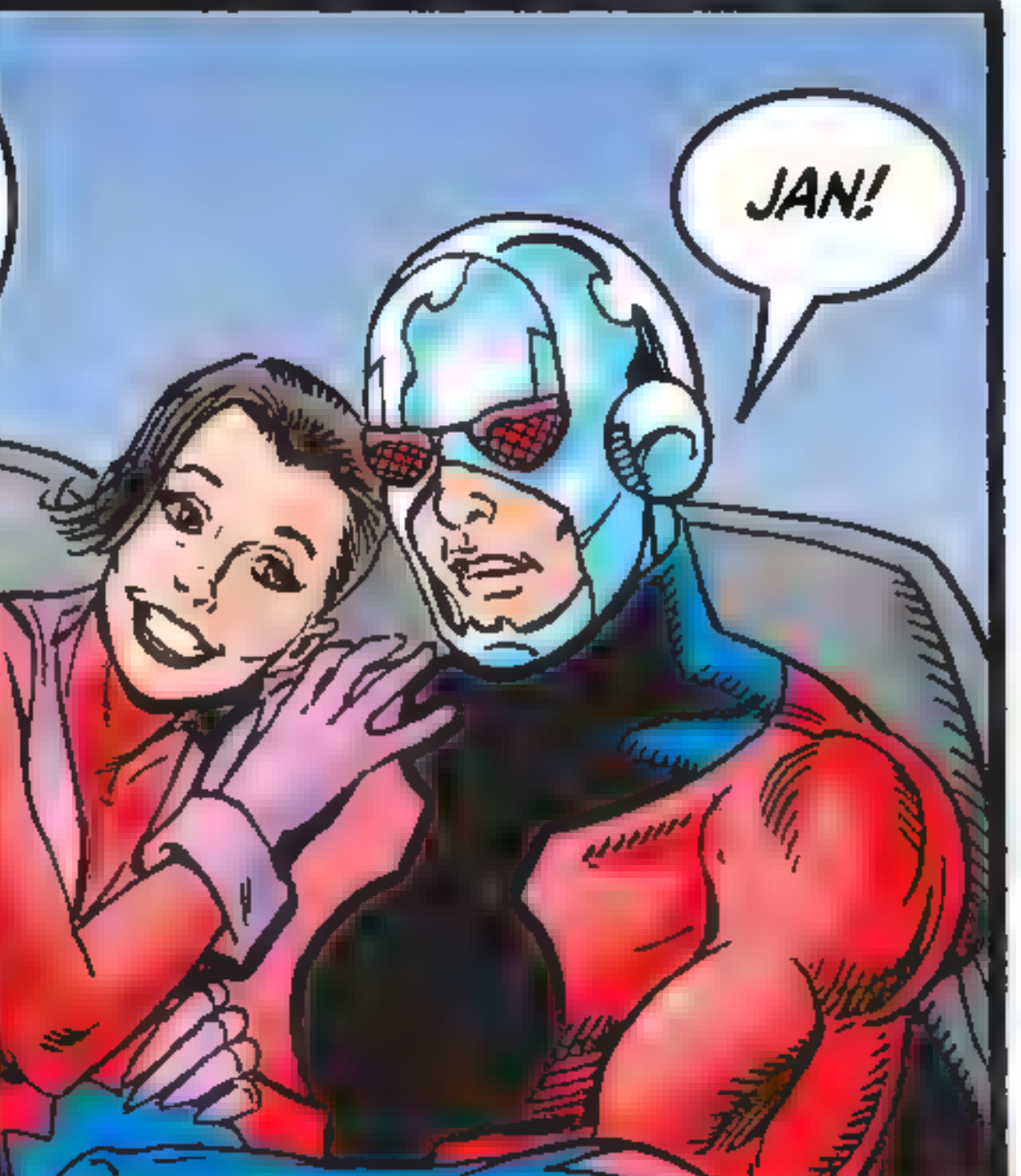
-- AND I CANNOT THINK OF A BETTER DWELLING -- OR OF BETTER COMPANIONS, WHEN THE CALL TO BATTLE COMETH.



THAT'S GREAT, THOR -- SINCE HANK AND I CAN'T STAY.

HE'S GOT A GREAT NEW JOB AT A RESEARCH FIRM IN NEW JERSEY, AND I'VE GOT AN INVESTMENT PORTFOLIO TO REBUILD --

-- WHEN I'M NOT MAKING HIM NEGLECT HIS RESEARCH --!

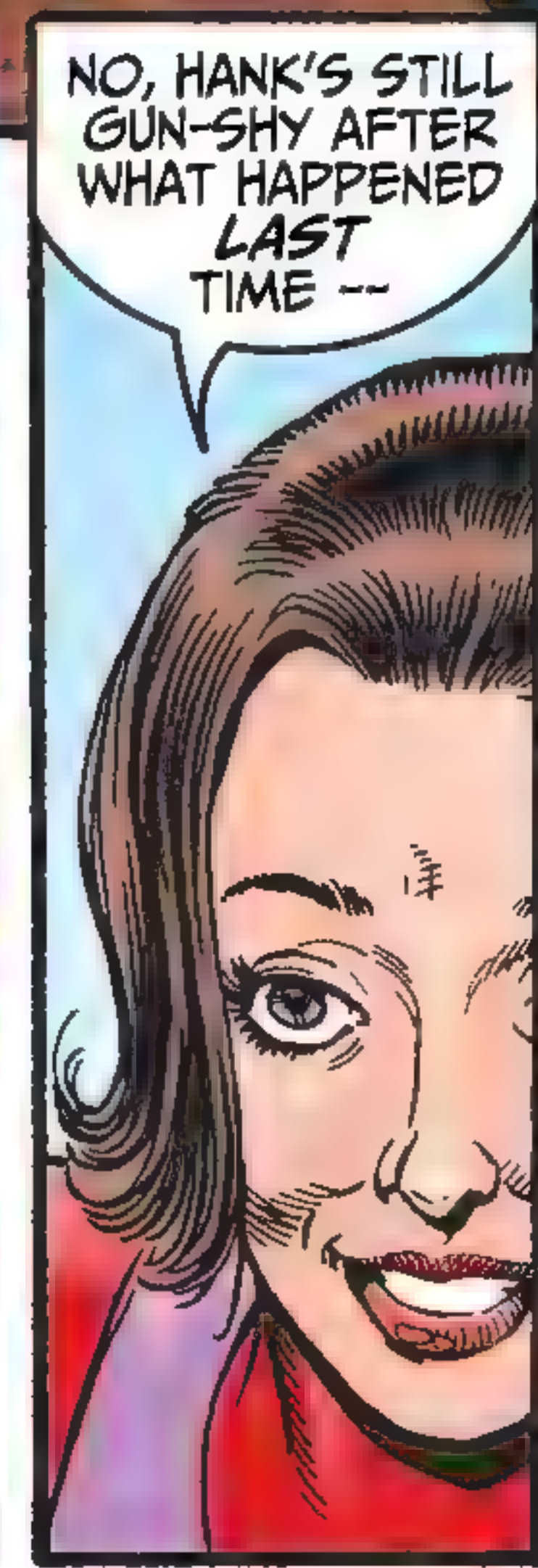


JAN!



YOU TWO HAVEN'T GONE OFF AND GOTTEN MARRIED AGAIN WITHOUT TELLING ANYONE, HAVE YOU?

AS IF I COULD KEEP IT A SECRET!



NO, HANK'S STILL GUN-SHY AFTER WHAT HAPPENED LAST TIME --



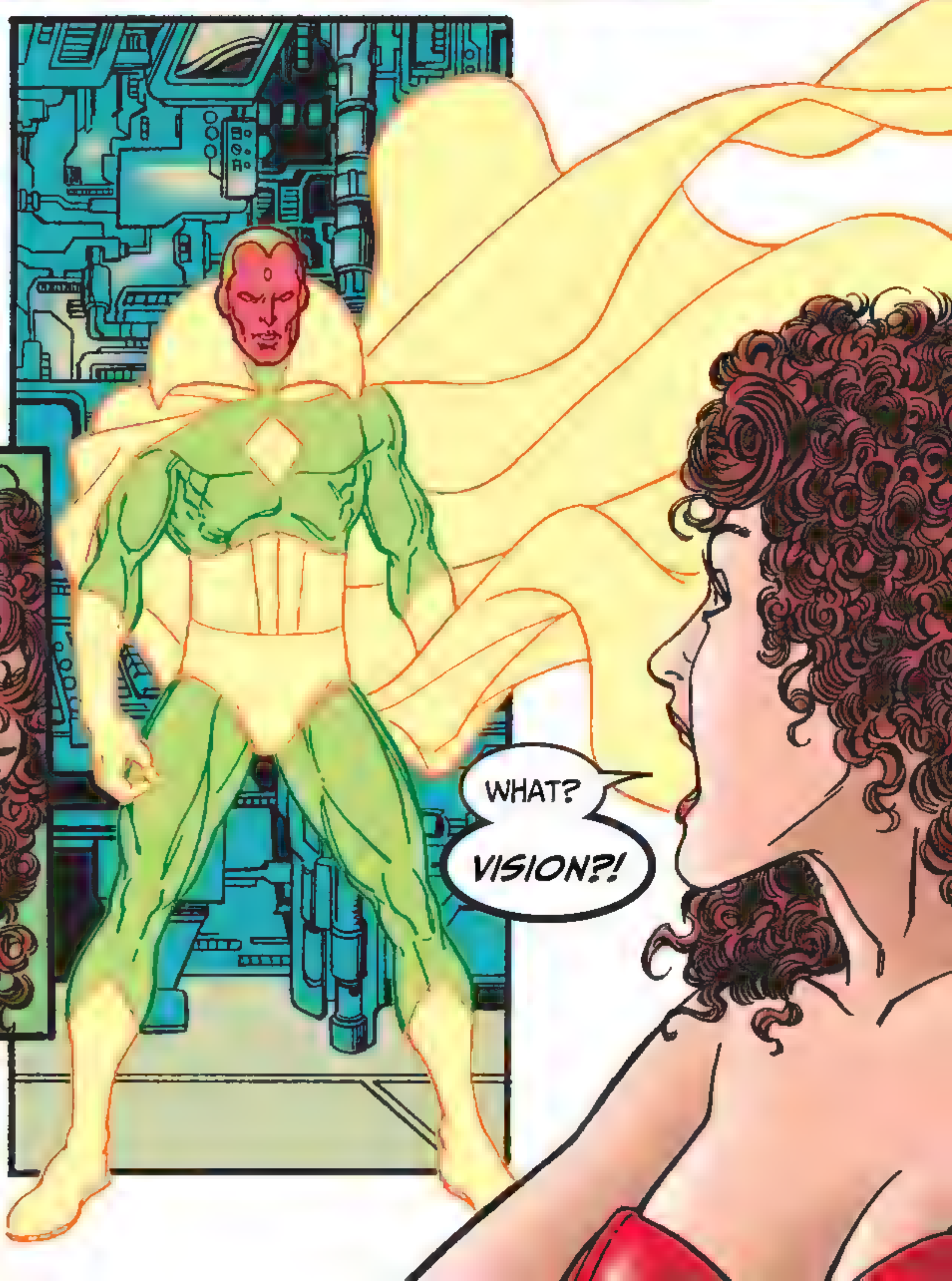
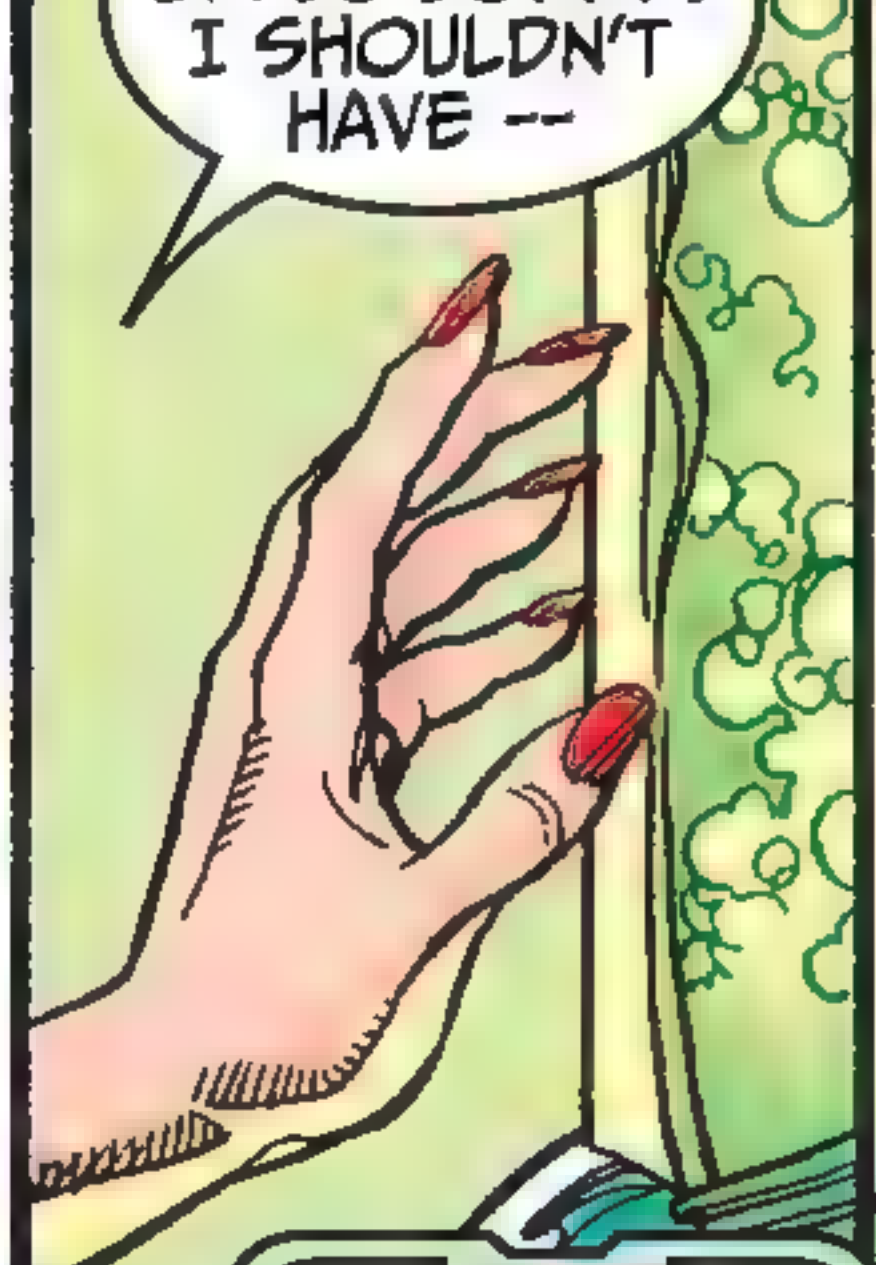
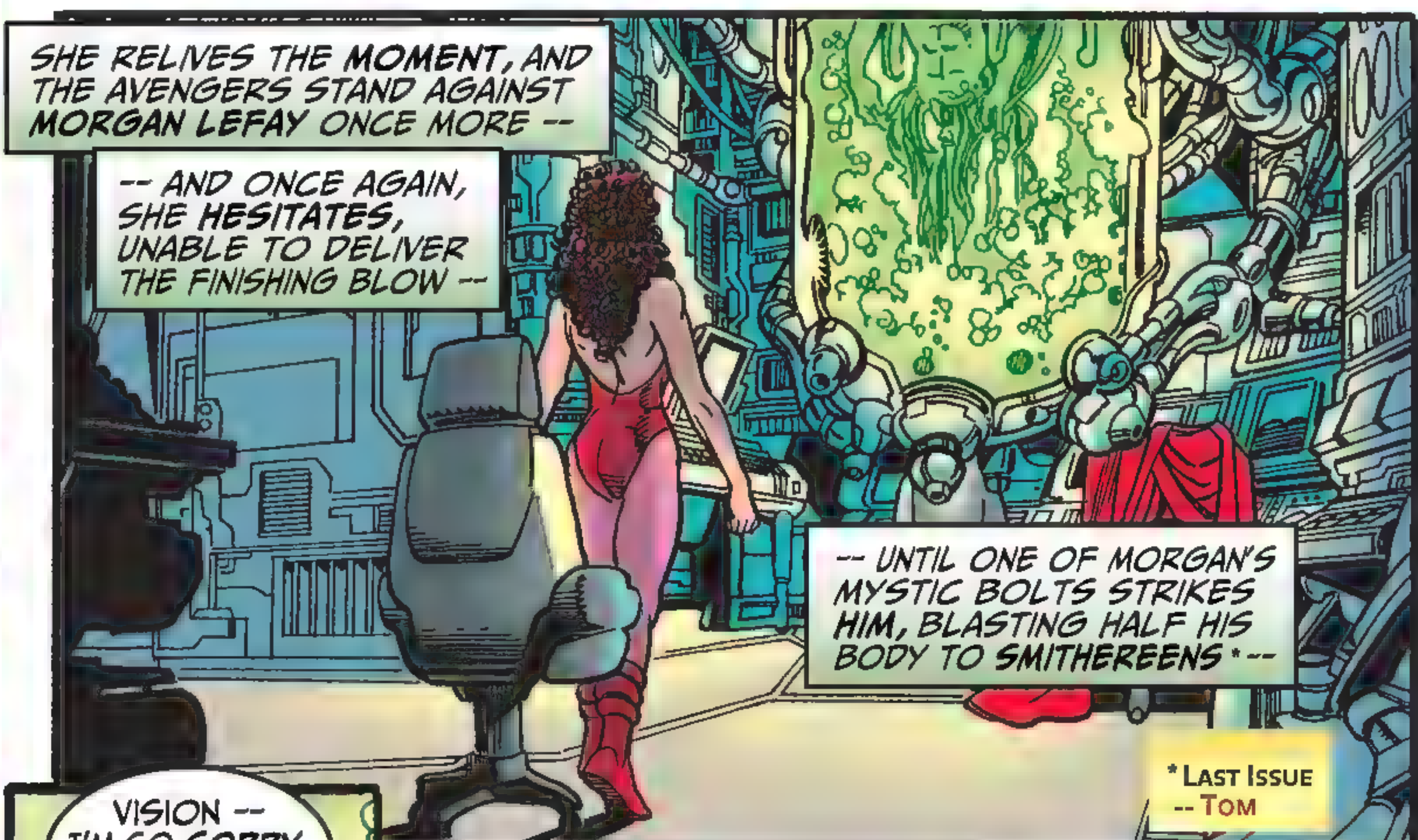
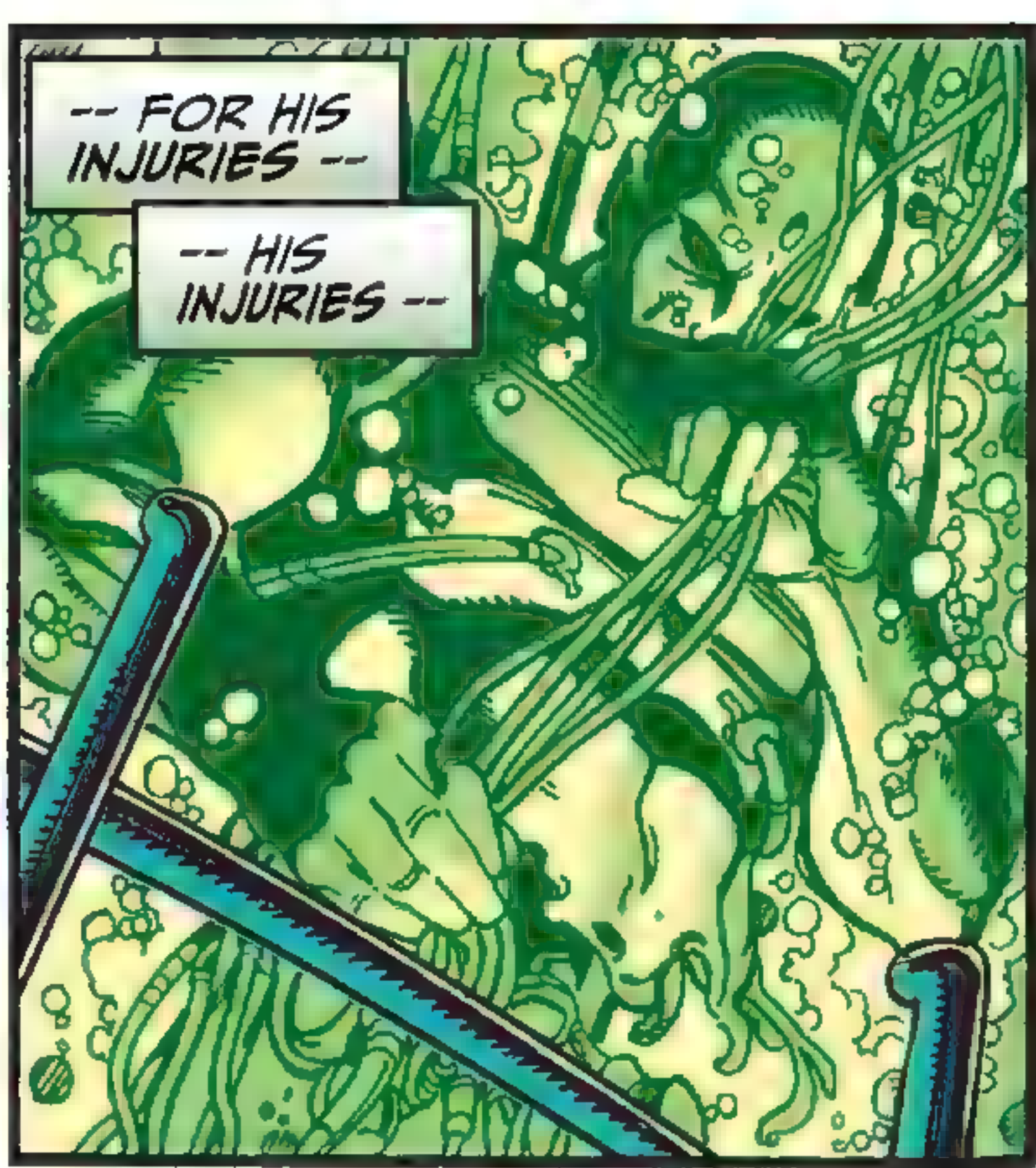
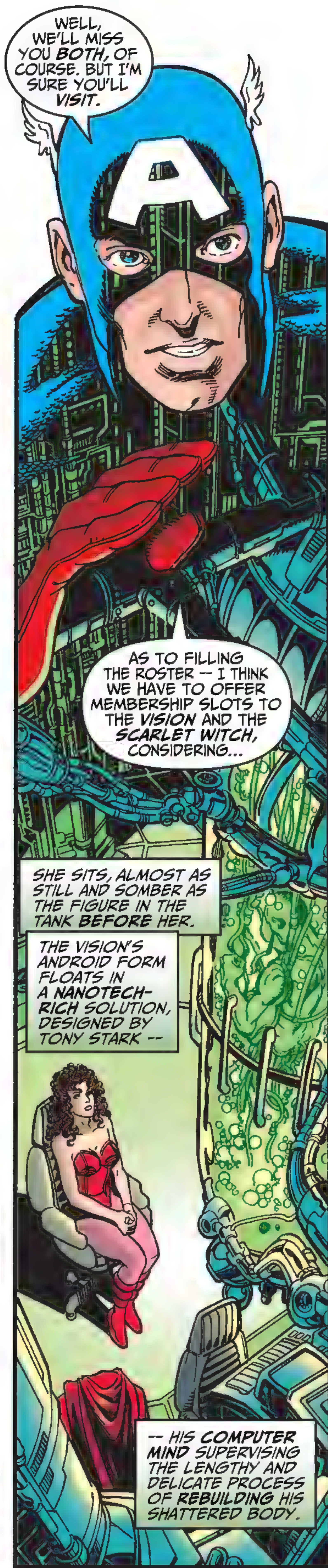
-- BUT WHO KNOWS WHAT COULD HAPPEN?

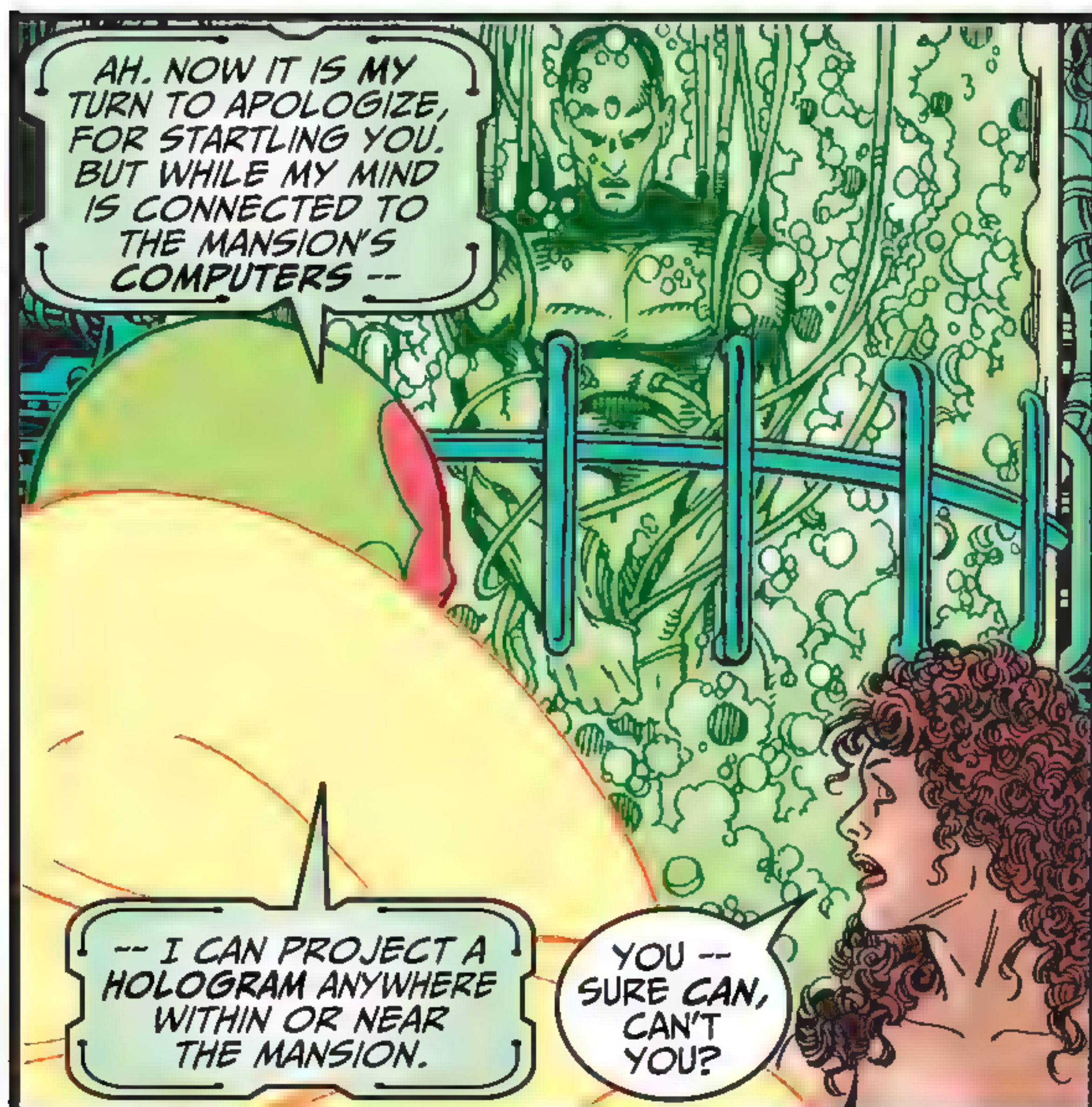
JAN --!

INACTIVE

DECEASED

INACTIVE

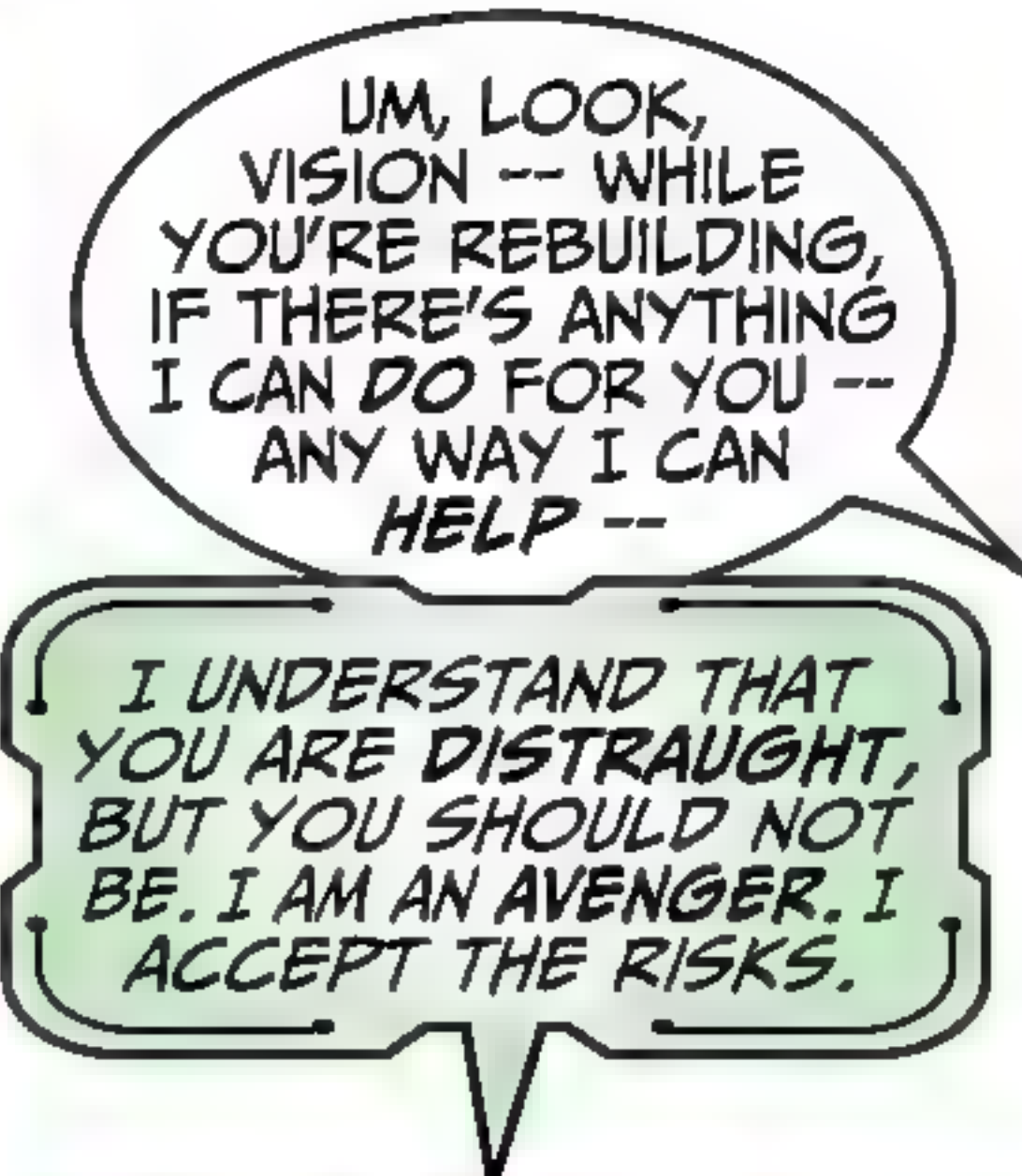




AH. NOW IT IS MY TURN TO APOLOGIZE, FOR STARTLING YOU. BUT WHILE MY MIND IS CONNECTED TO THE MANSION'S COMPUTERS --

-- I CAN PROJECT A HOLOGRAM ANYWHERE WITHIN OR NEAR THE MANSION.

YOU -- SURE CAN, CAN'T YOU?



UM, LOOK, VISION -- WHILE YOU'RE REBUILDING, IF THERE'S ANYTHING I CAN DO FOR YOU -- ANY WAY I CAN HELP --

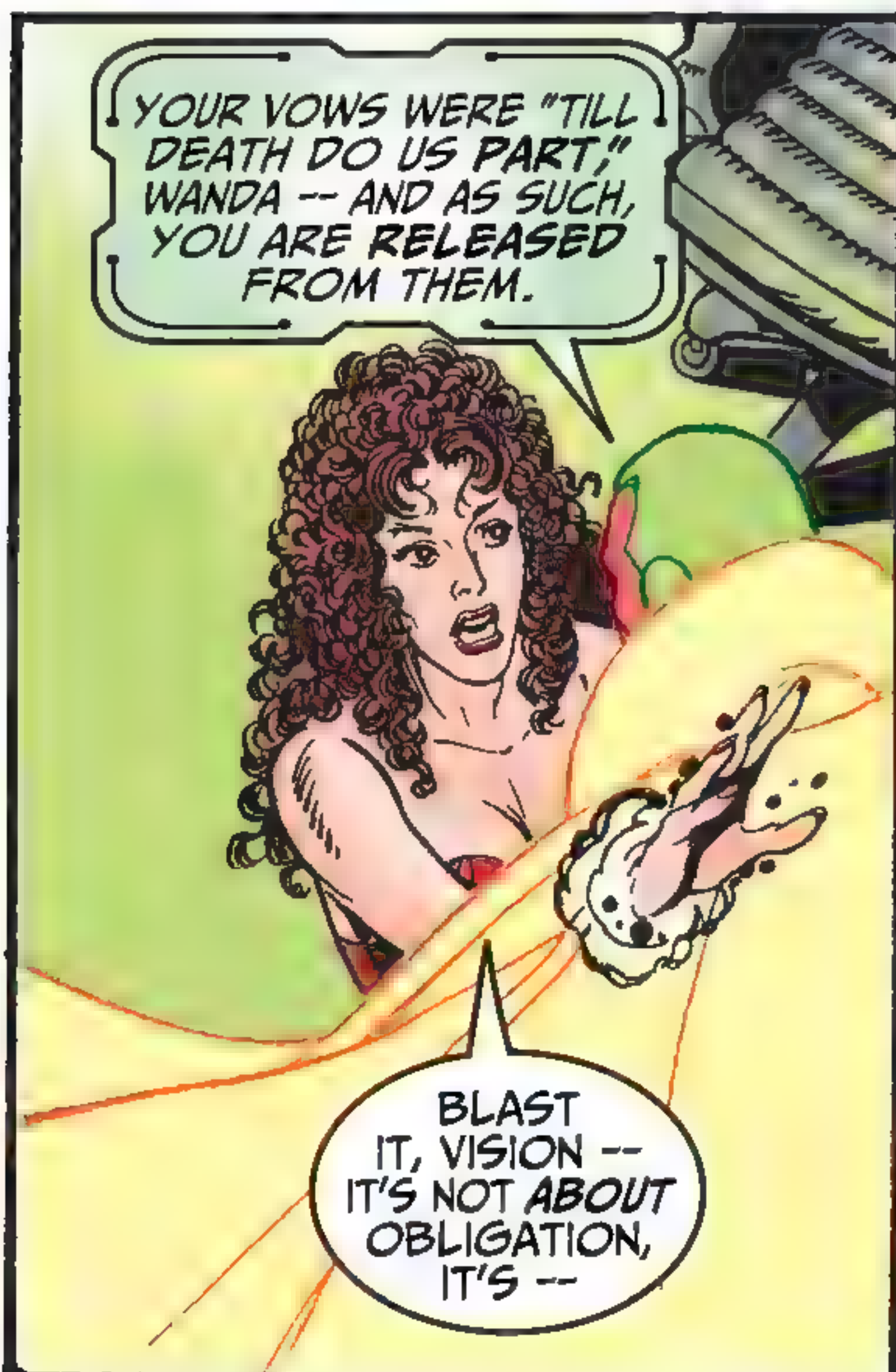
I UNDERSTAND THAT YOU ARE DISTRAUGHT, BUT YOU SHOULD NOT BE. I AM AN AVENGER. I ACCEPT THE RISKS.



FURTHER, YOU SHOULD FEEL NO OBLIGATION TO ME. OUR MARRIAGE IS LONG OVER, TO WHATEVER DEGREE IT WAS OFFICIAL AT ALL.

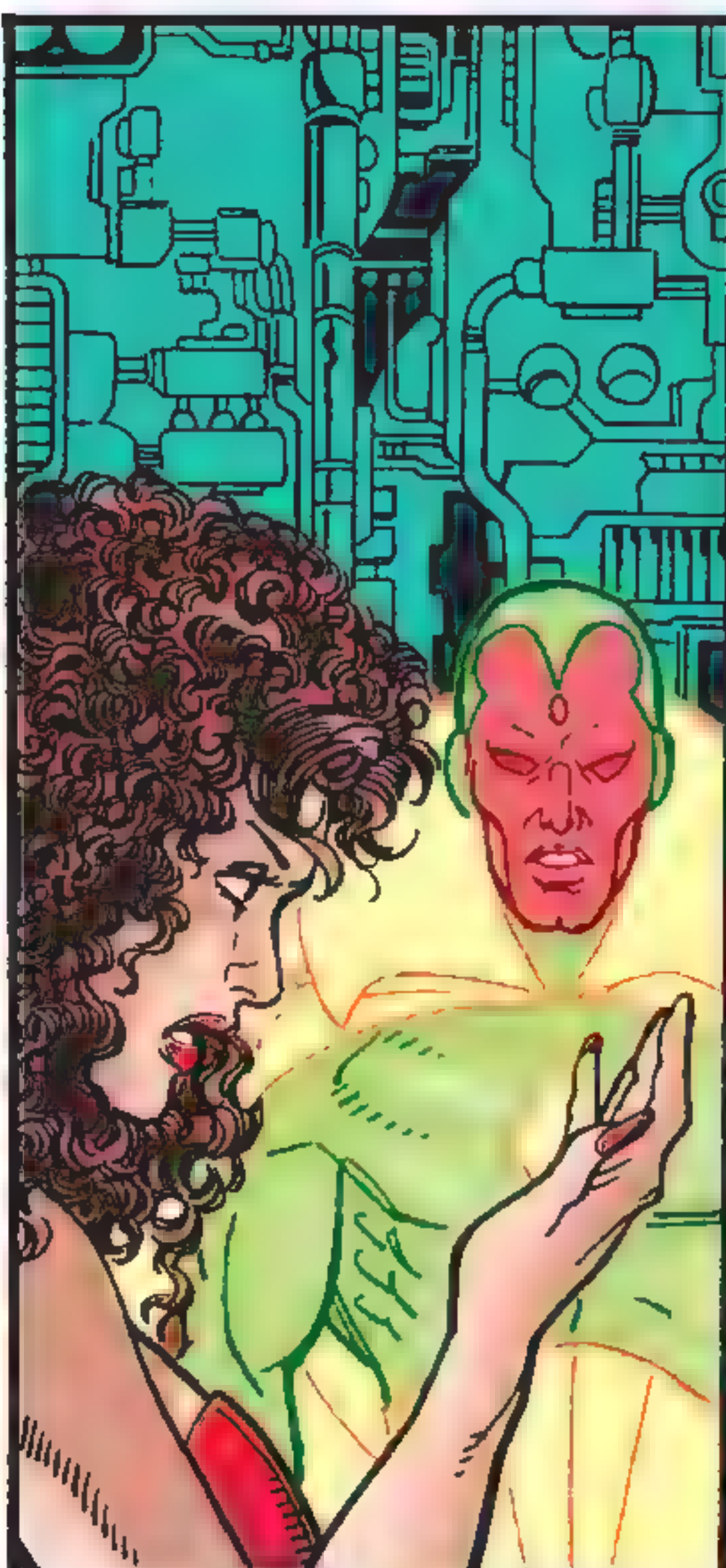
I WAS DIS-ASSEMBLED* BY HUMAN STANDARDS, I DIED.

*BACK IN AVENGERS WEST COAST #43 -- TOM



YOUR VOWS WERE "TILL DEATH DO US PART," WANDA -- AND AS SUCH, YOU ARE RELEASED FROM THEM.

BLAST IT, VISION -- IT'S NOT ABOUT OBLIGATION, IT'S --

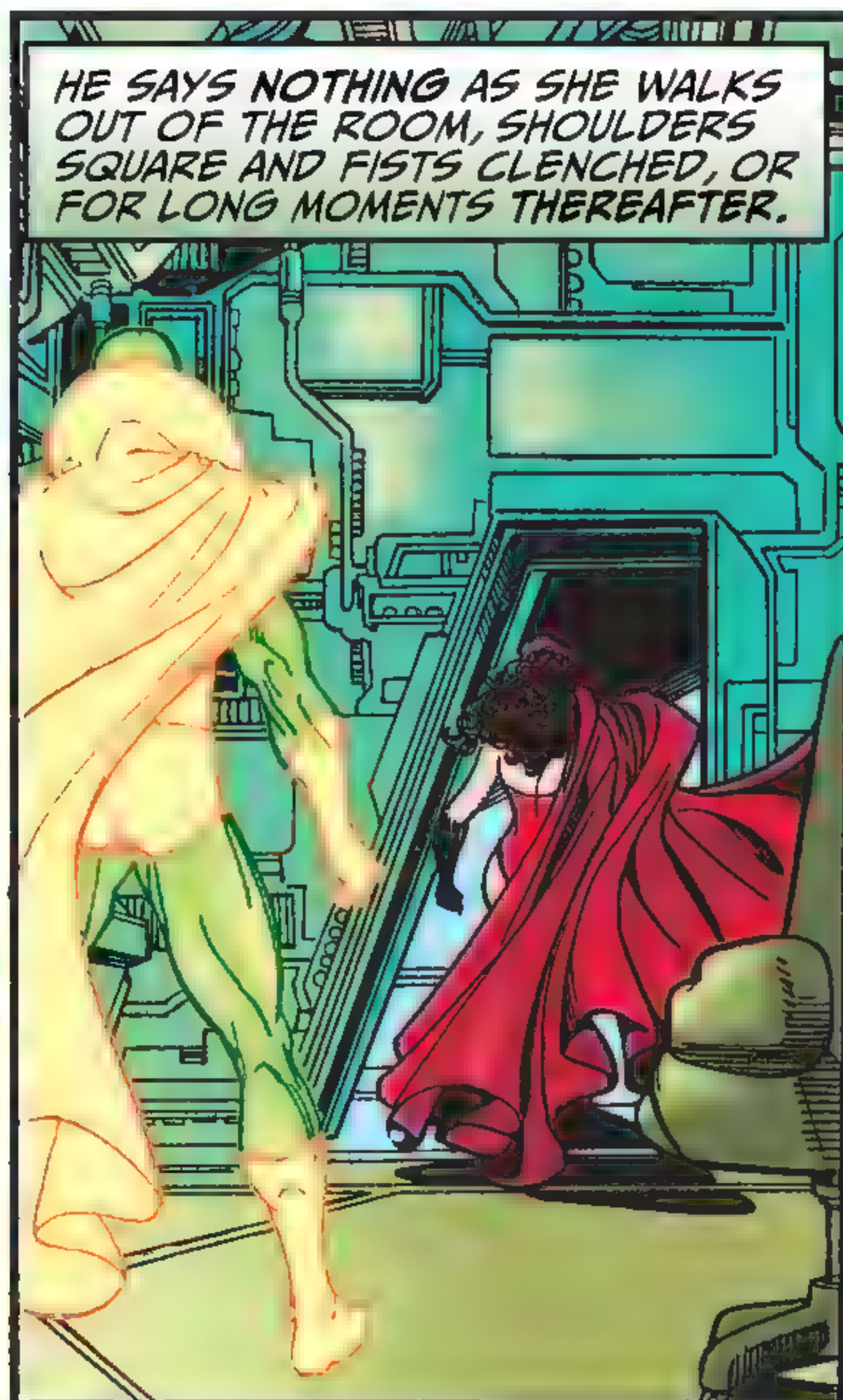


NO. THIS CAN'T GO ON. YOU'RE READY WHEN I'M NOT, I'M READY WHEN YOU'RE NOT. I JUST CAN'T DO THIS ANYMORE.

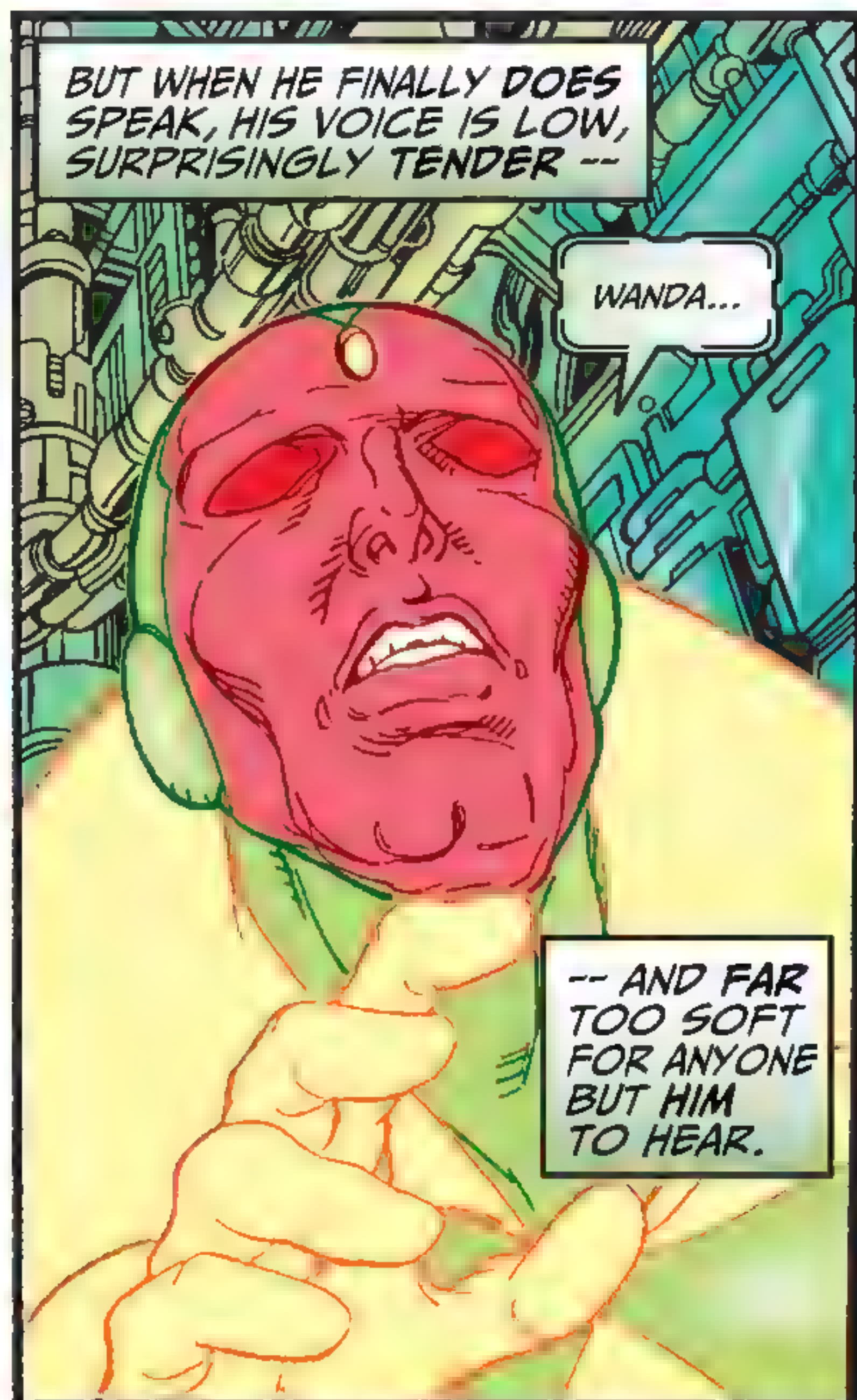
YOU SAY WE'RE NOT MARRIED. YOU SAY I'M A WIDOW. FINE. I'LL ACCEPT THAT.



I HAVE TO, DON'T I?



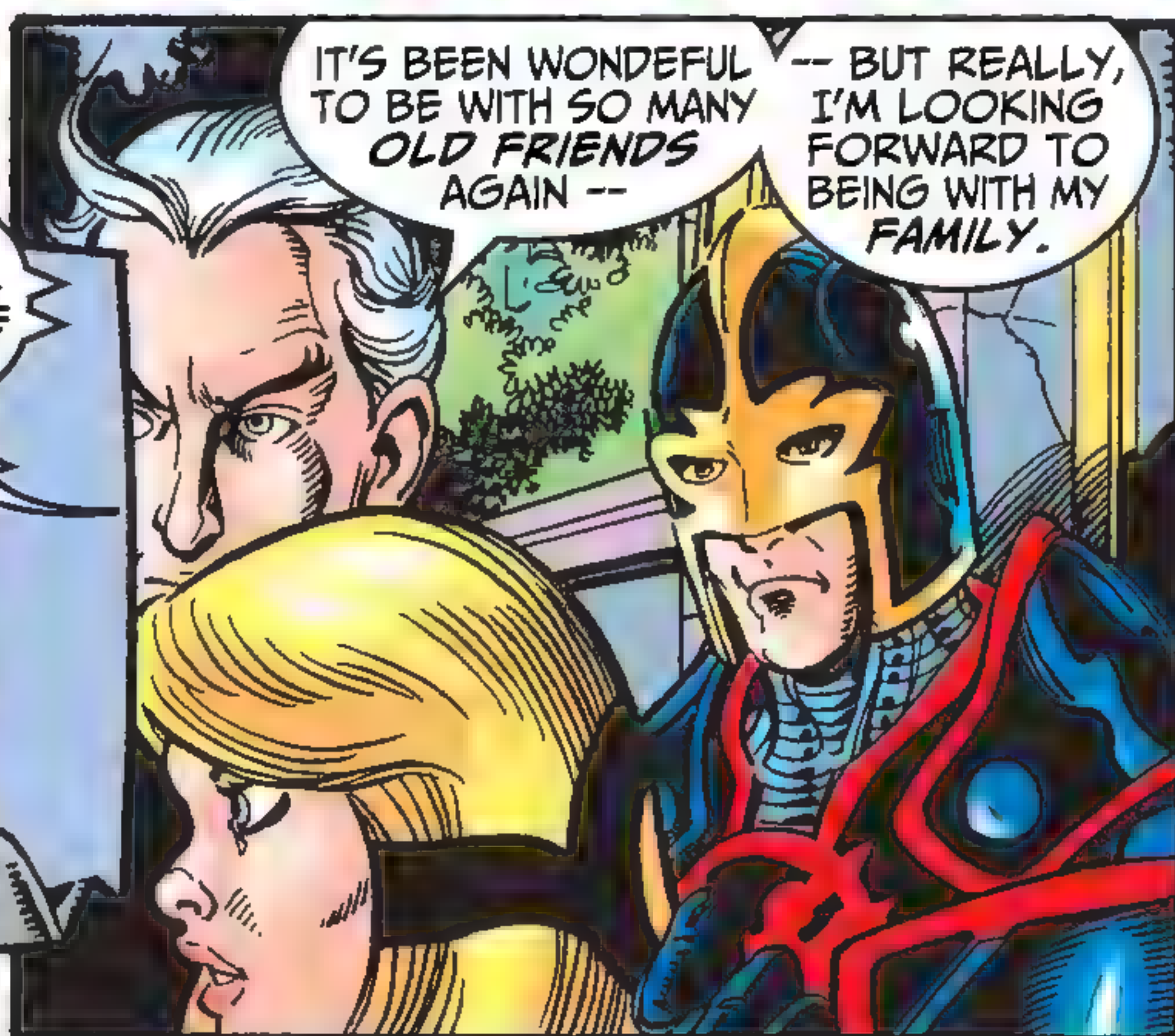
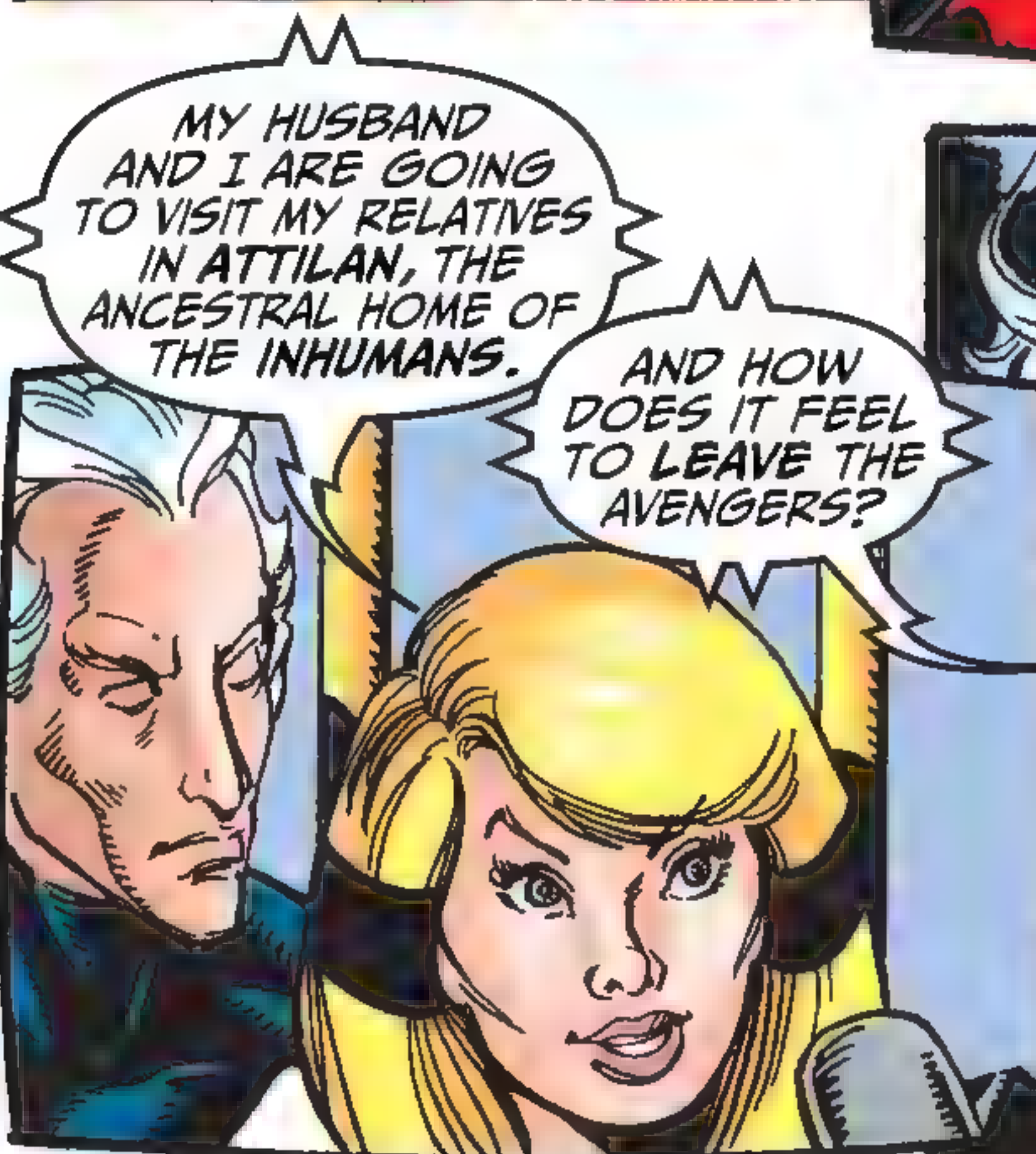
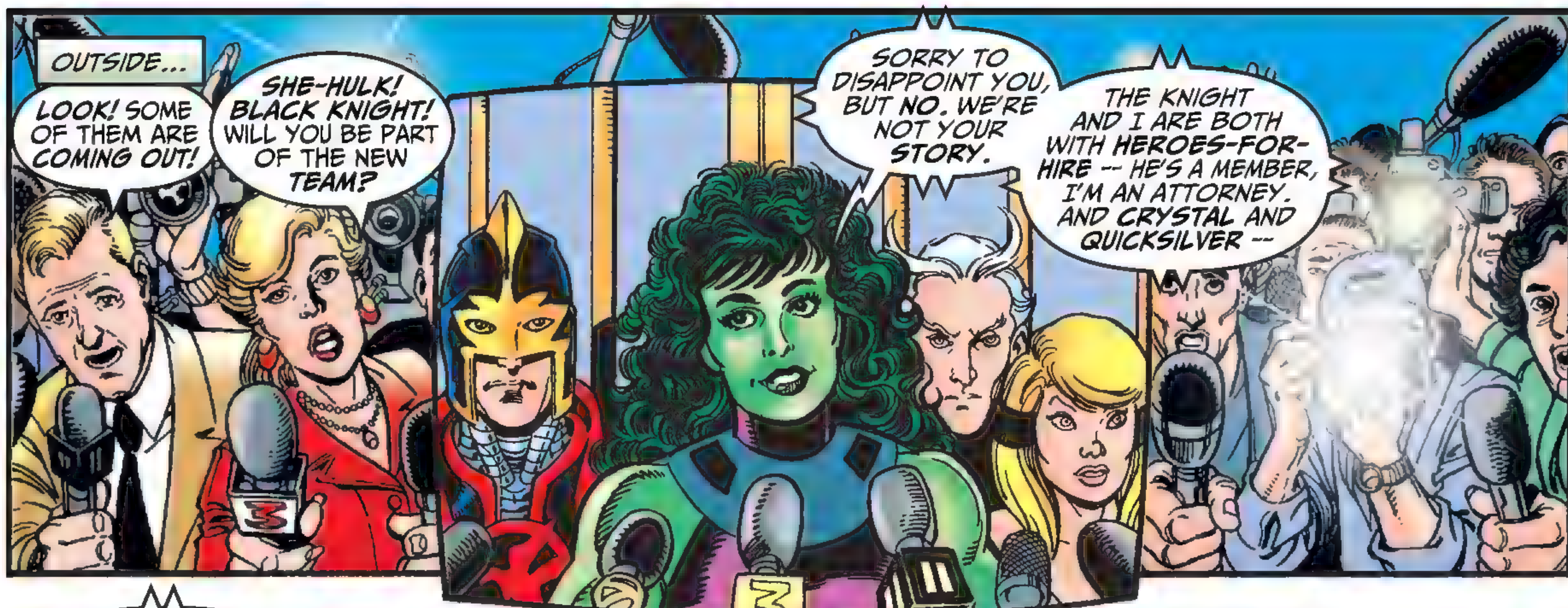
HE SAYS NOTHING AS SHE WALKS OUT OF THE ROOM, SHOULDERS SQUARE AND FISTS CLENCHED, OR FOR LONG MOMENTS THEREAFTER.

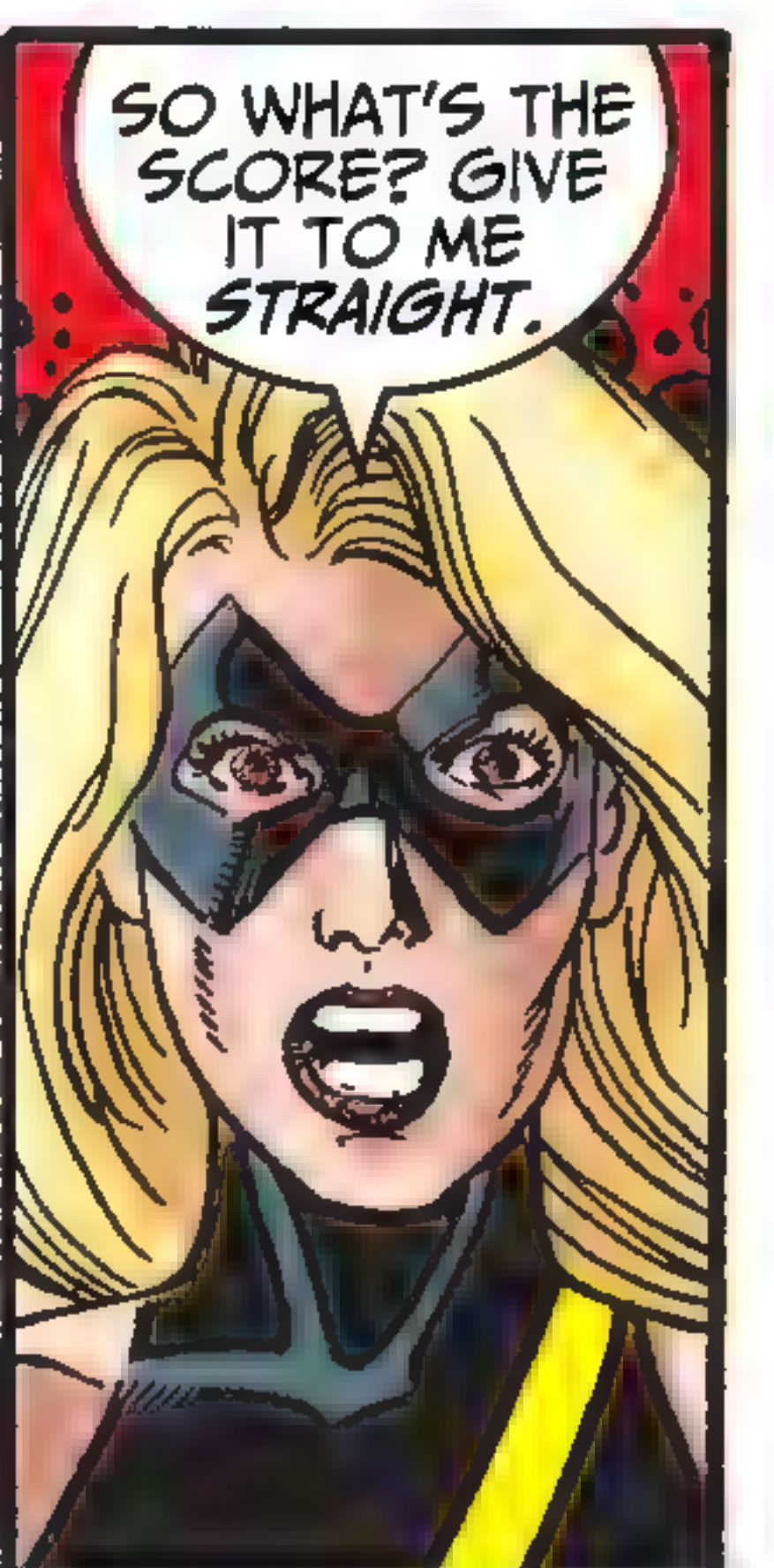
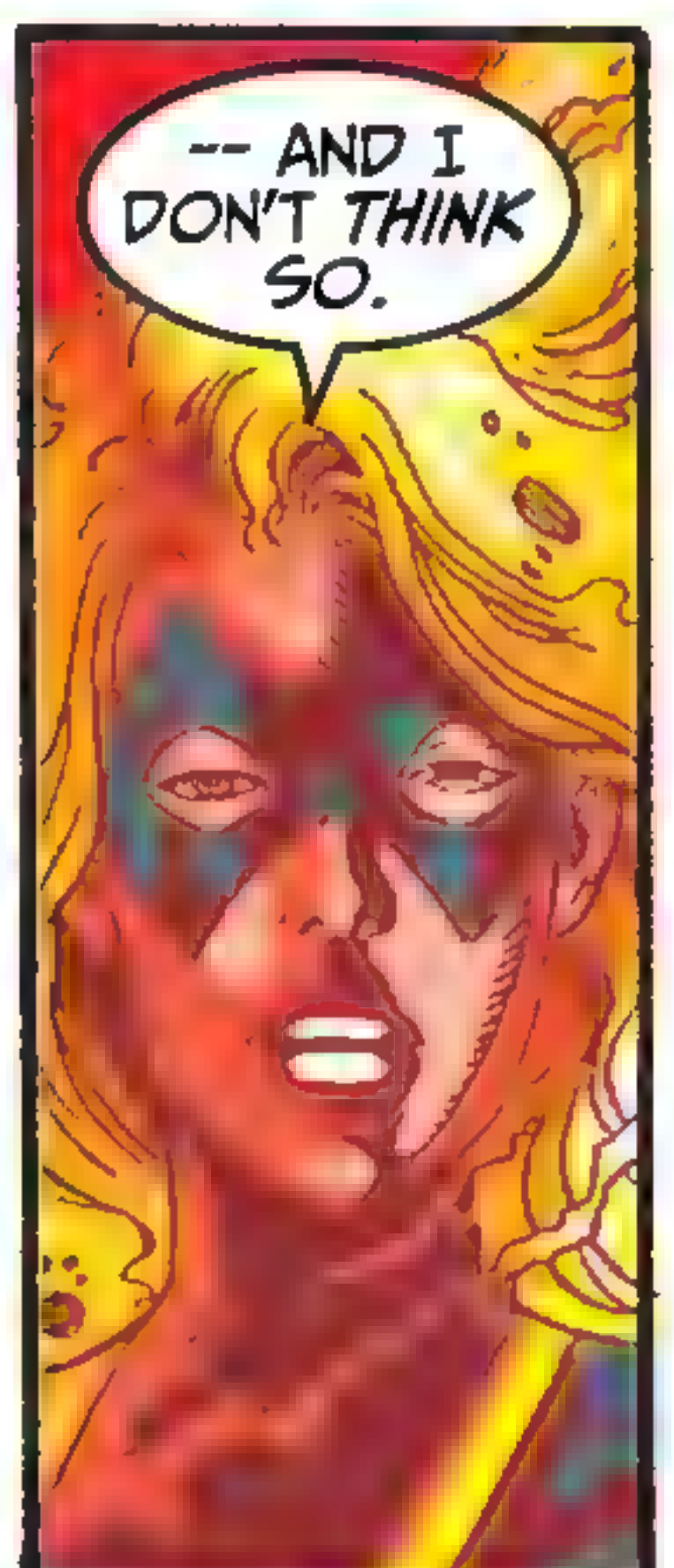
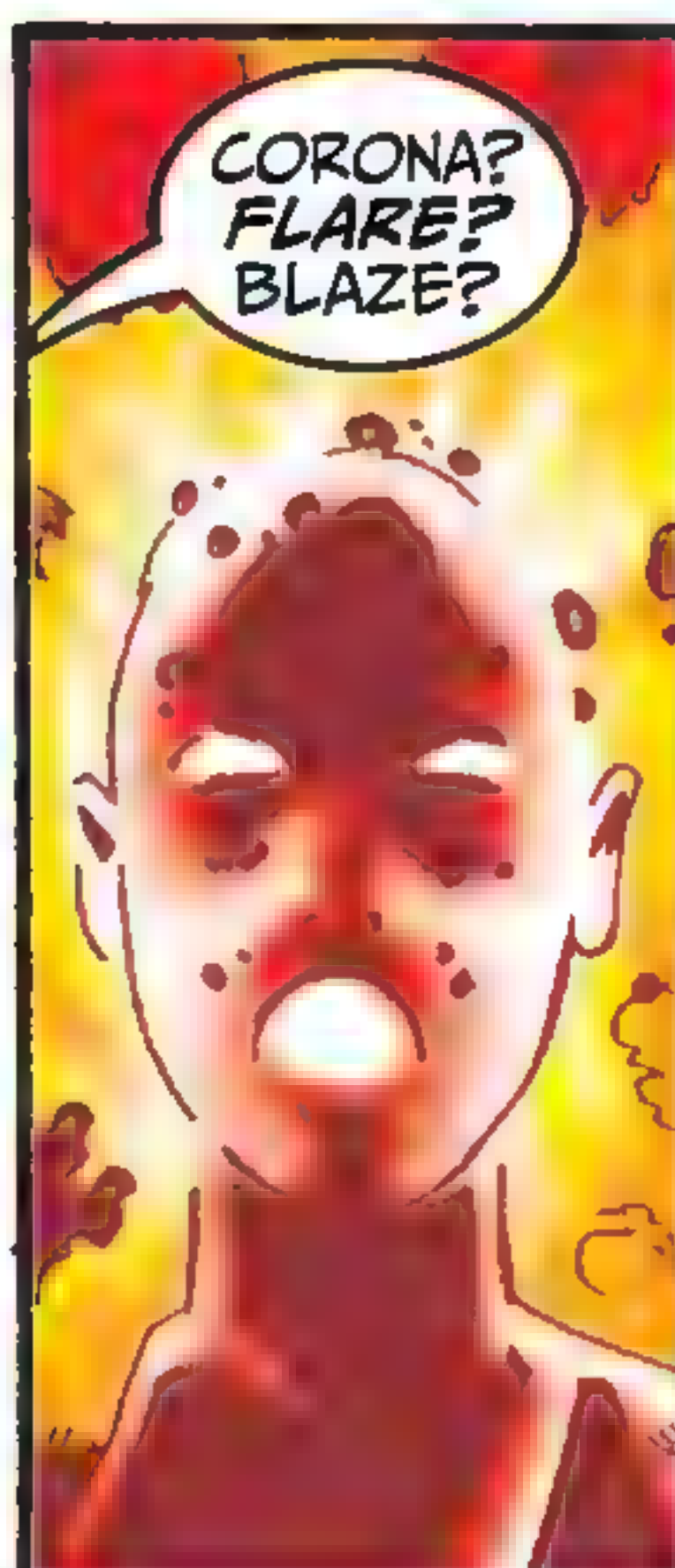
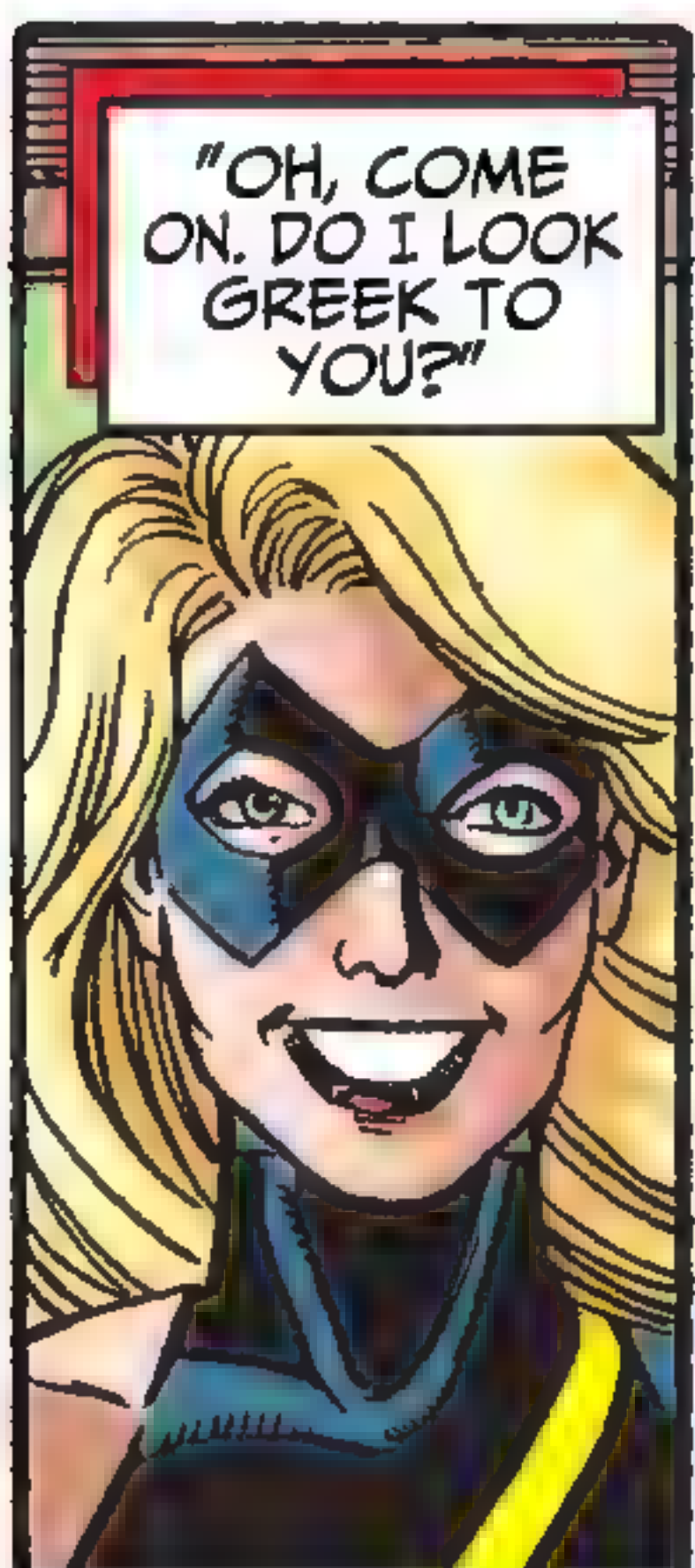
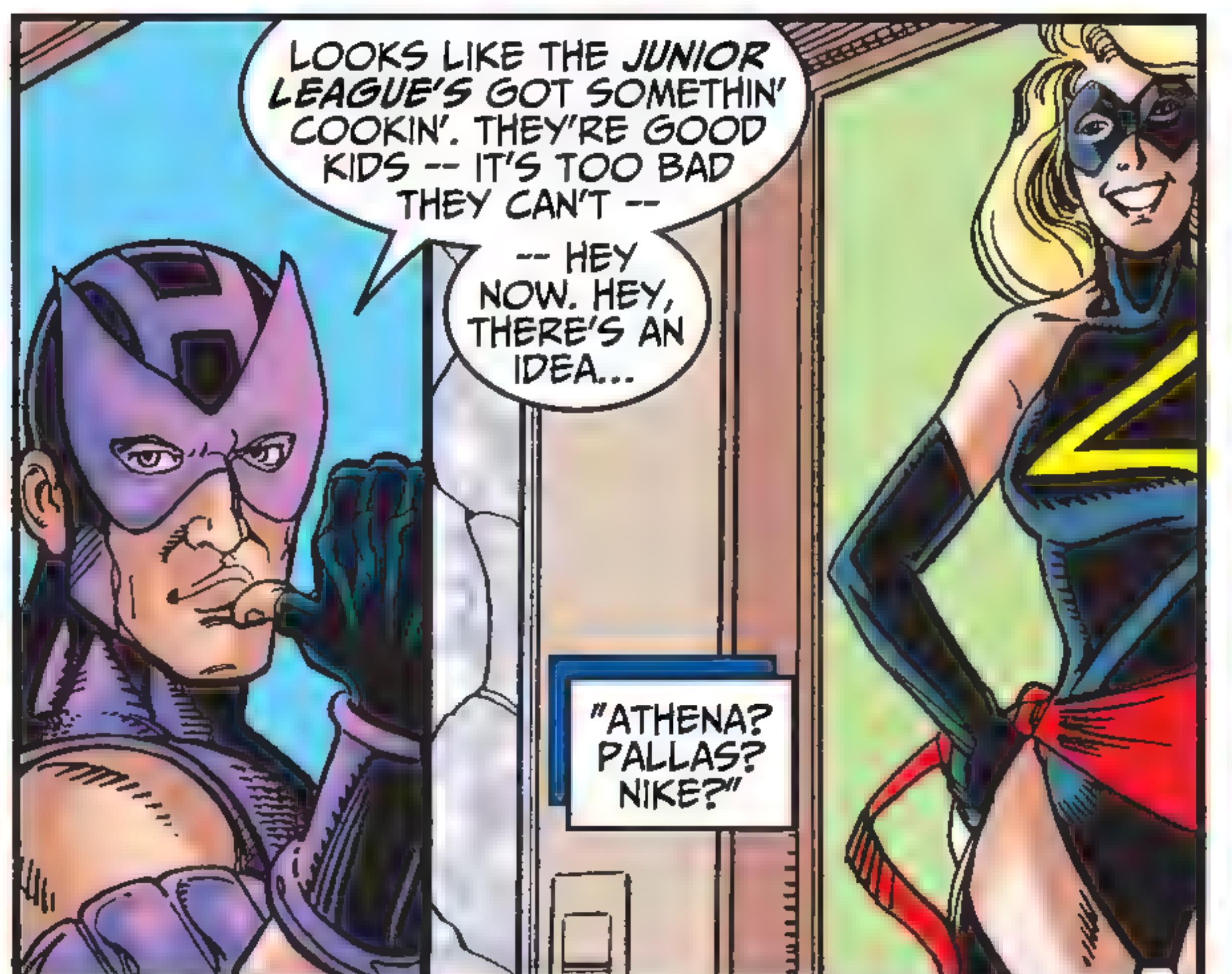
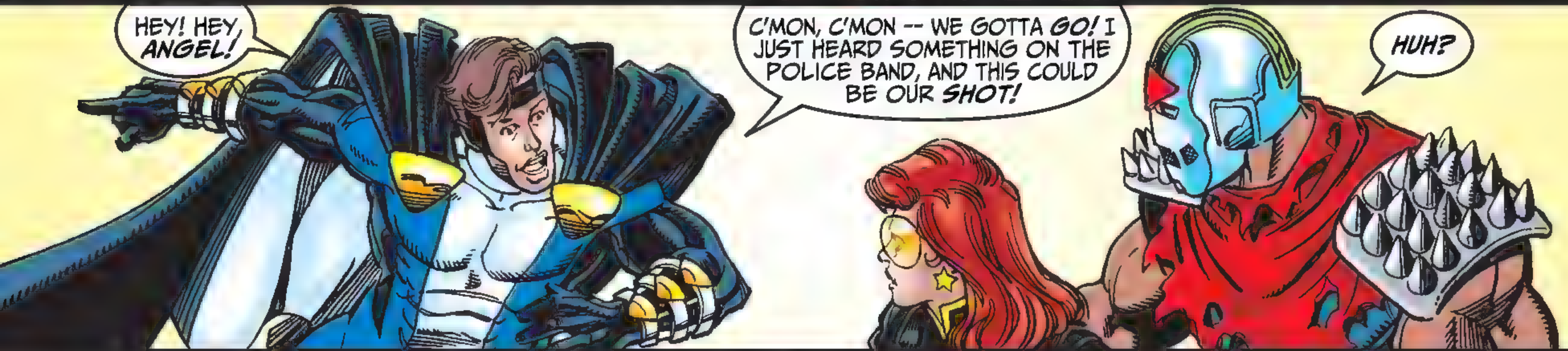
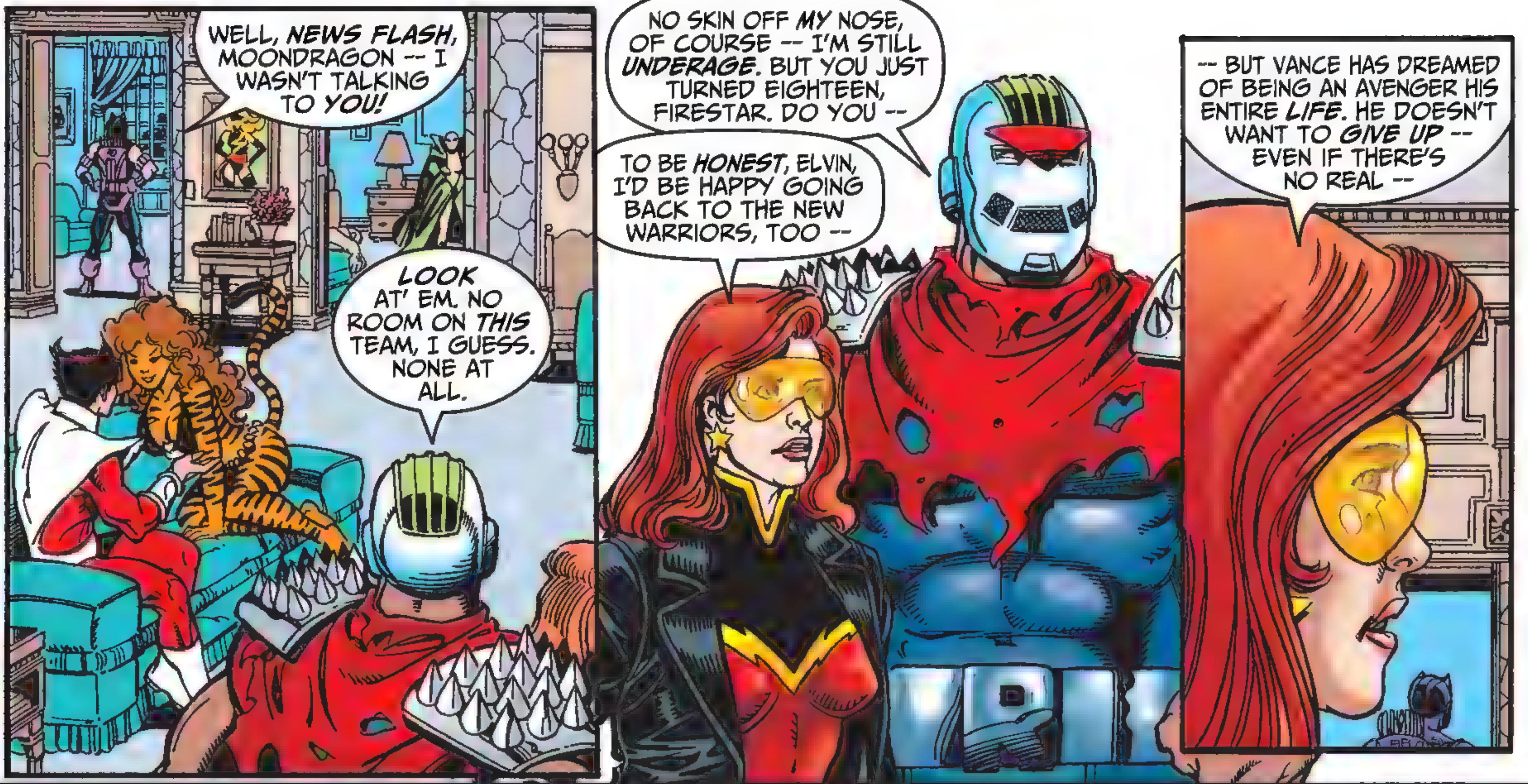


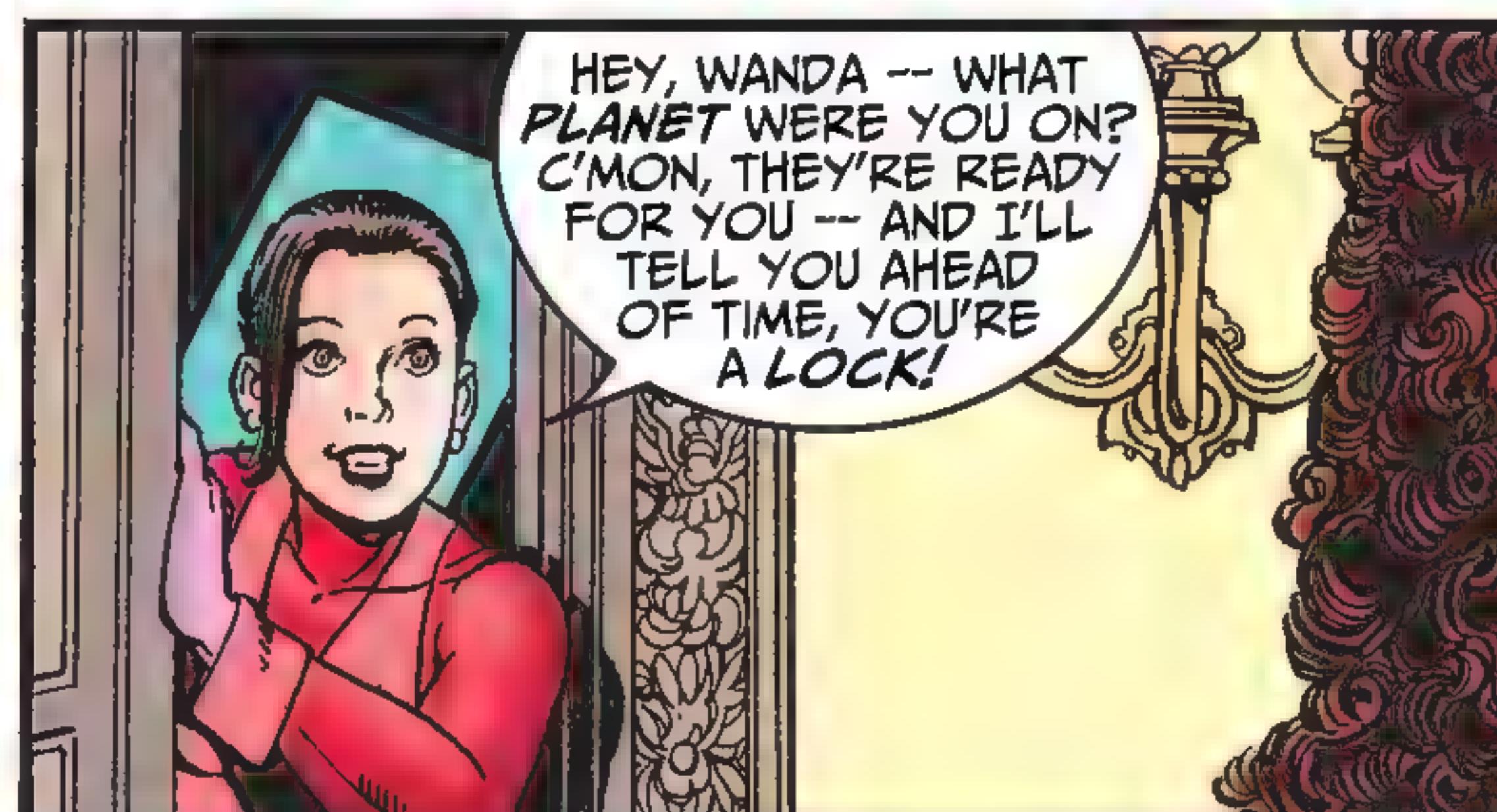
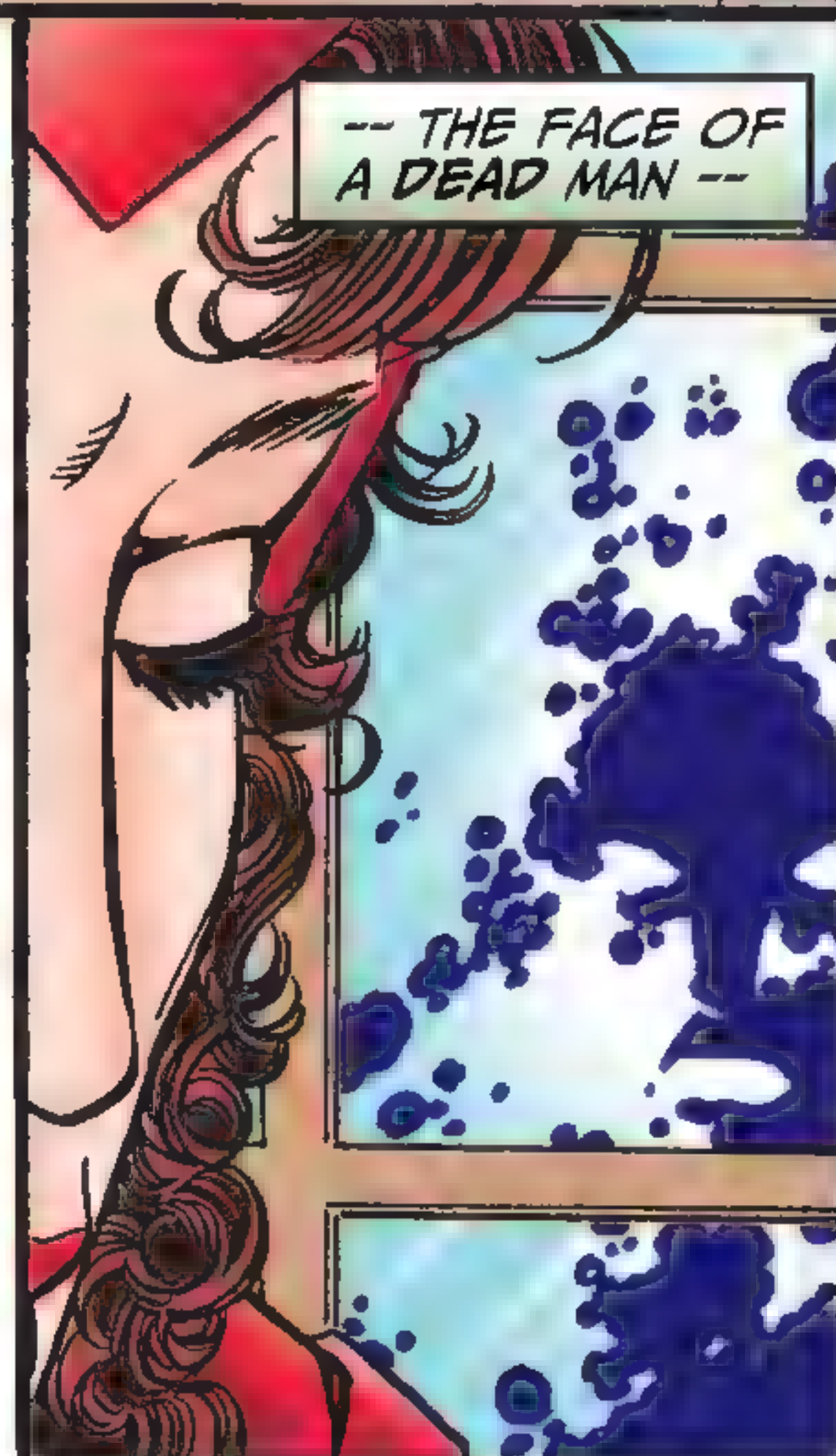
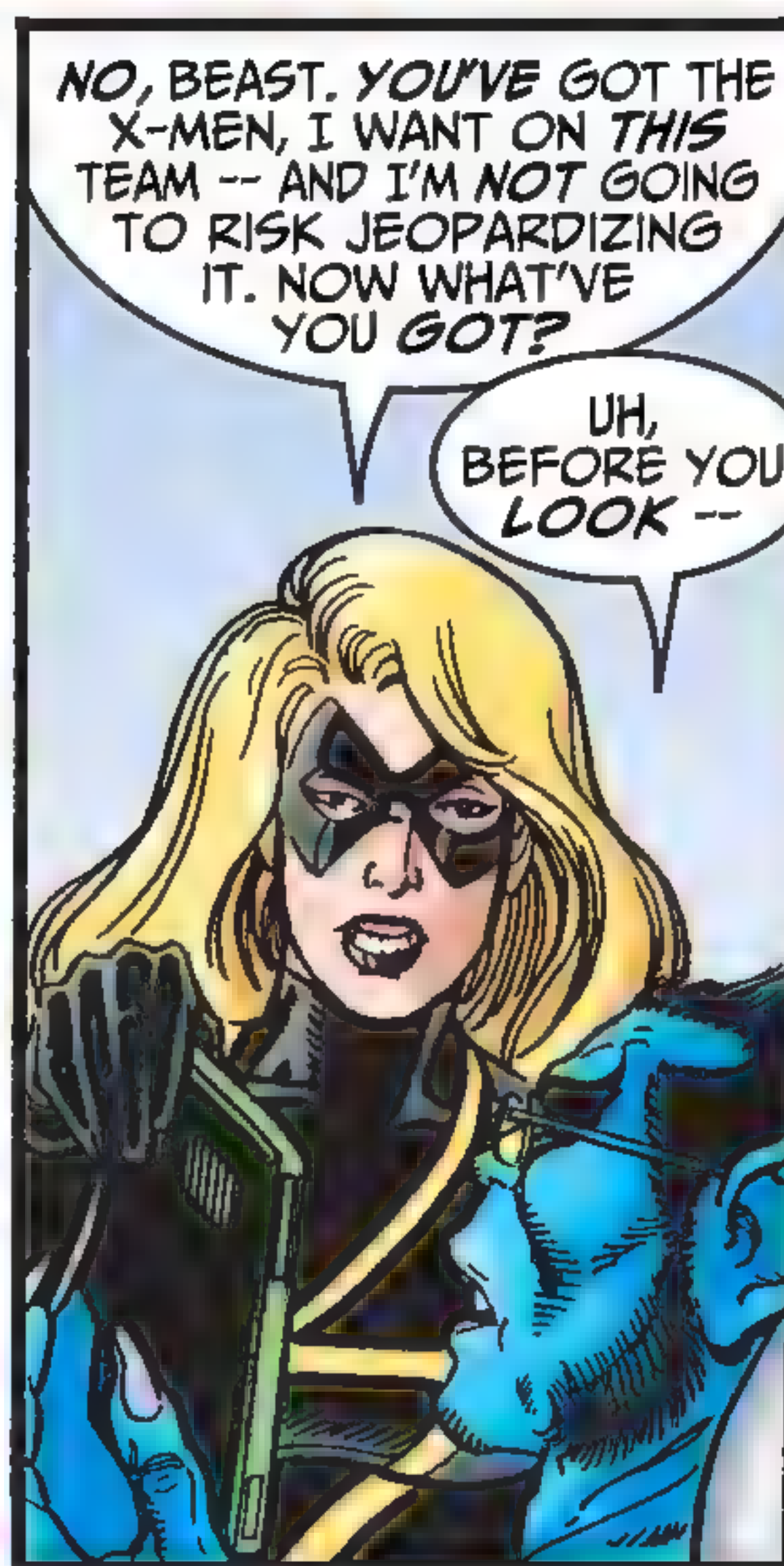
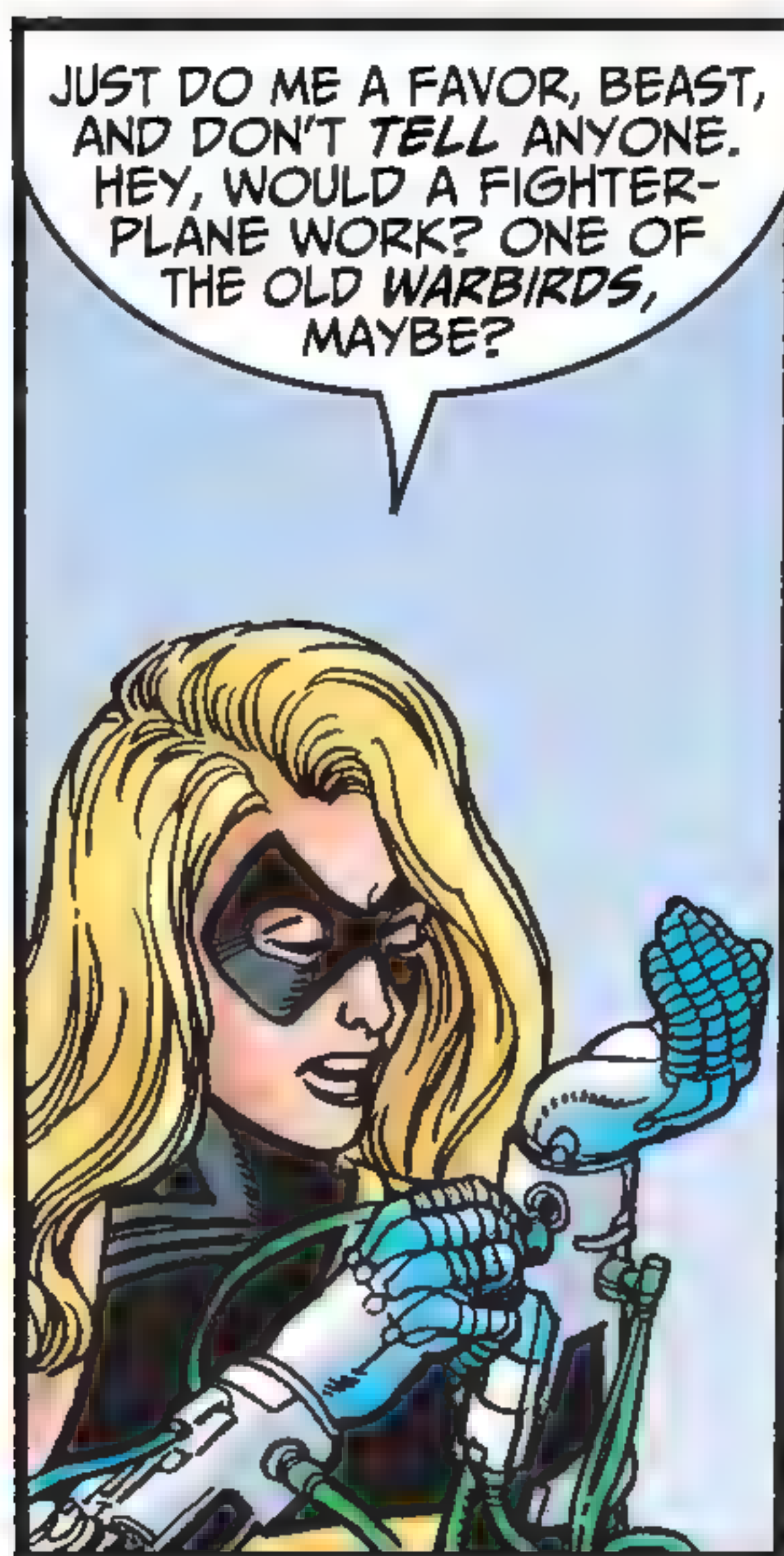
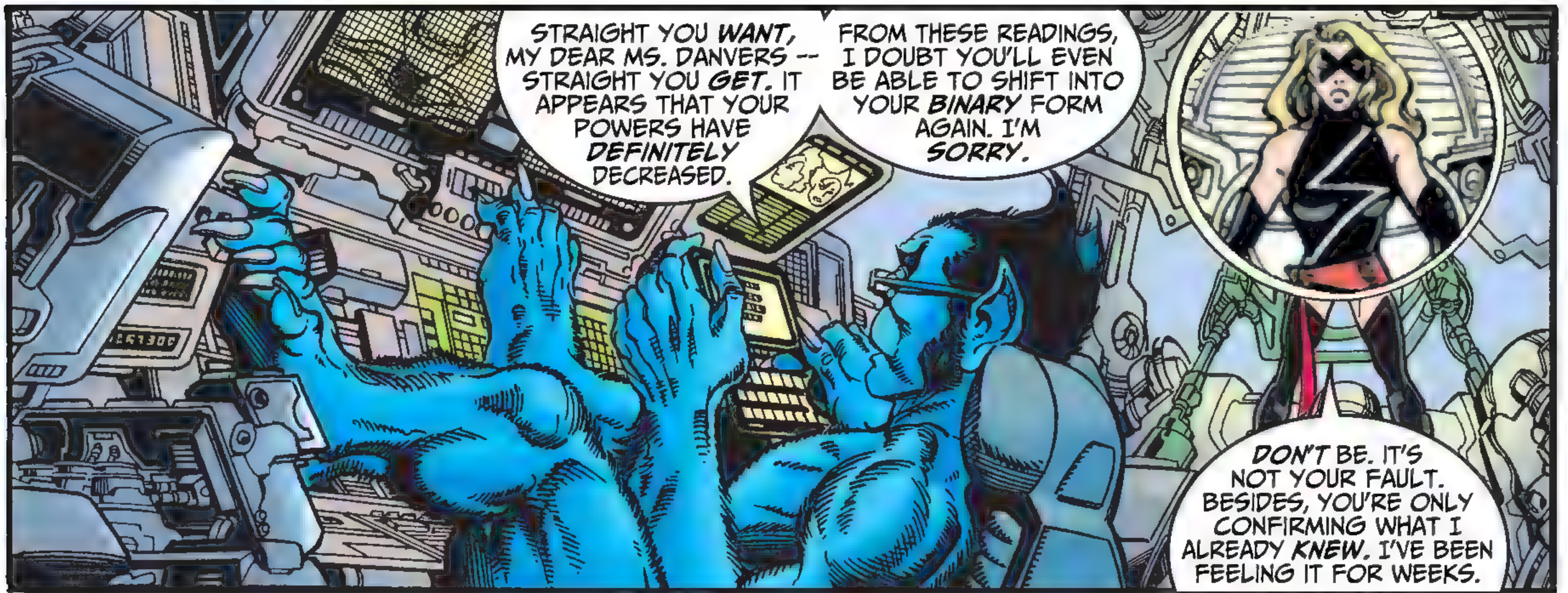
BUT WHEN HE FINALLY DOES SPEAK, HIS VOICE IS LOW, SURPRISINGLY TENDER --

WANDA...

-- AND FAR TOO SOFT FOR ANYONE BUT HIM TO HEAR.



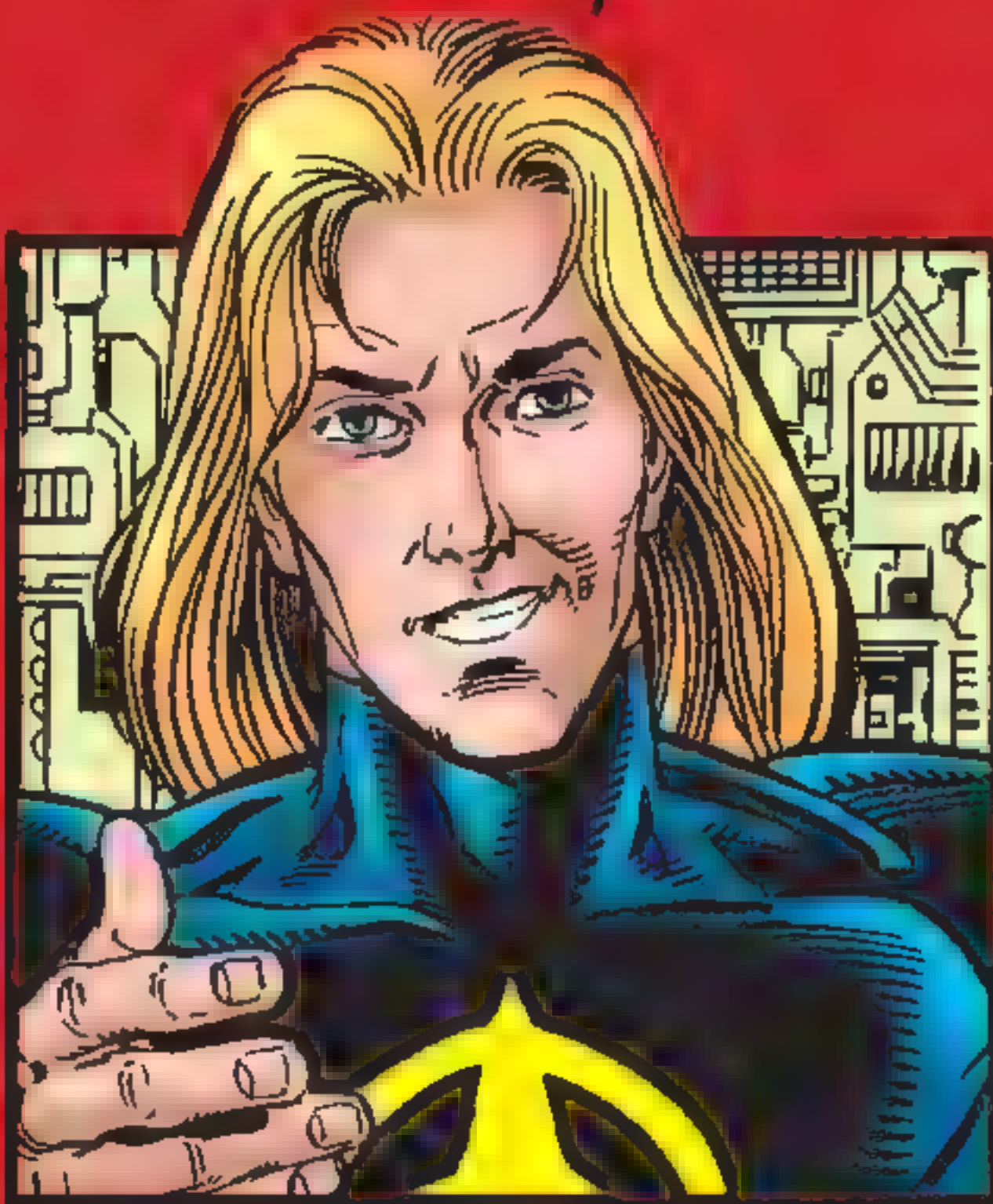




YES, I
SUPPOSE YOU'RE
RIGHT. I'M BETTER
OFF *HERE*, AT
LEAST FOR THE
PRESENT...



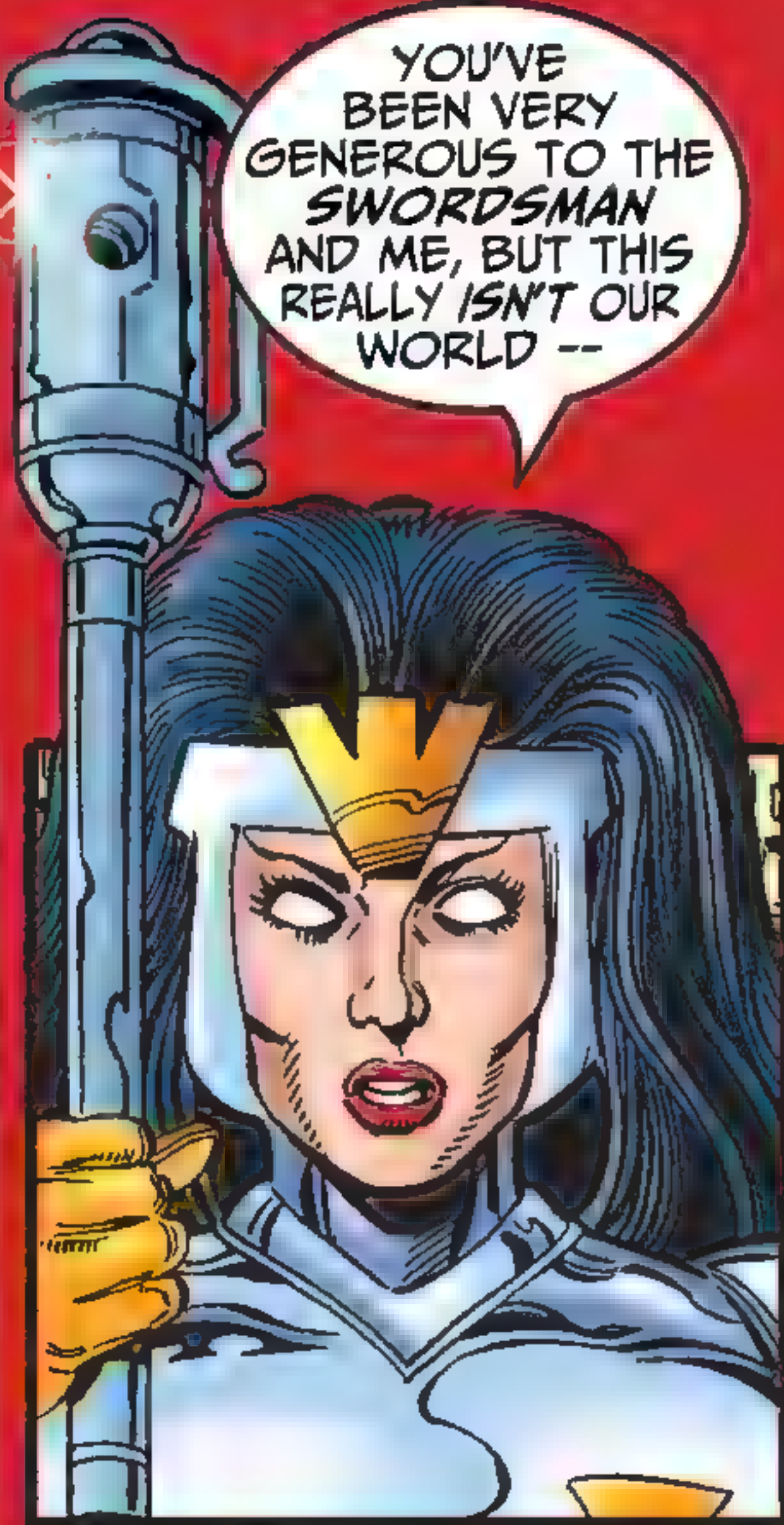
WELL,
MY DUTIES AS
*PROTECTOR OF THE
UNIVERSE* KEEP ME
IN *SPACE* A LOT, BUT
IF YOU NEED ME TO
FIT SOME
AVENGERING
IN...



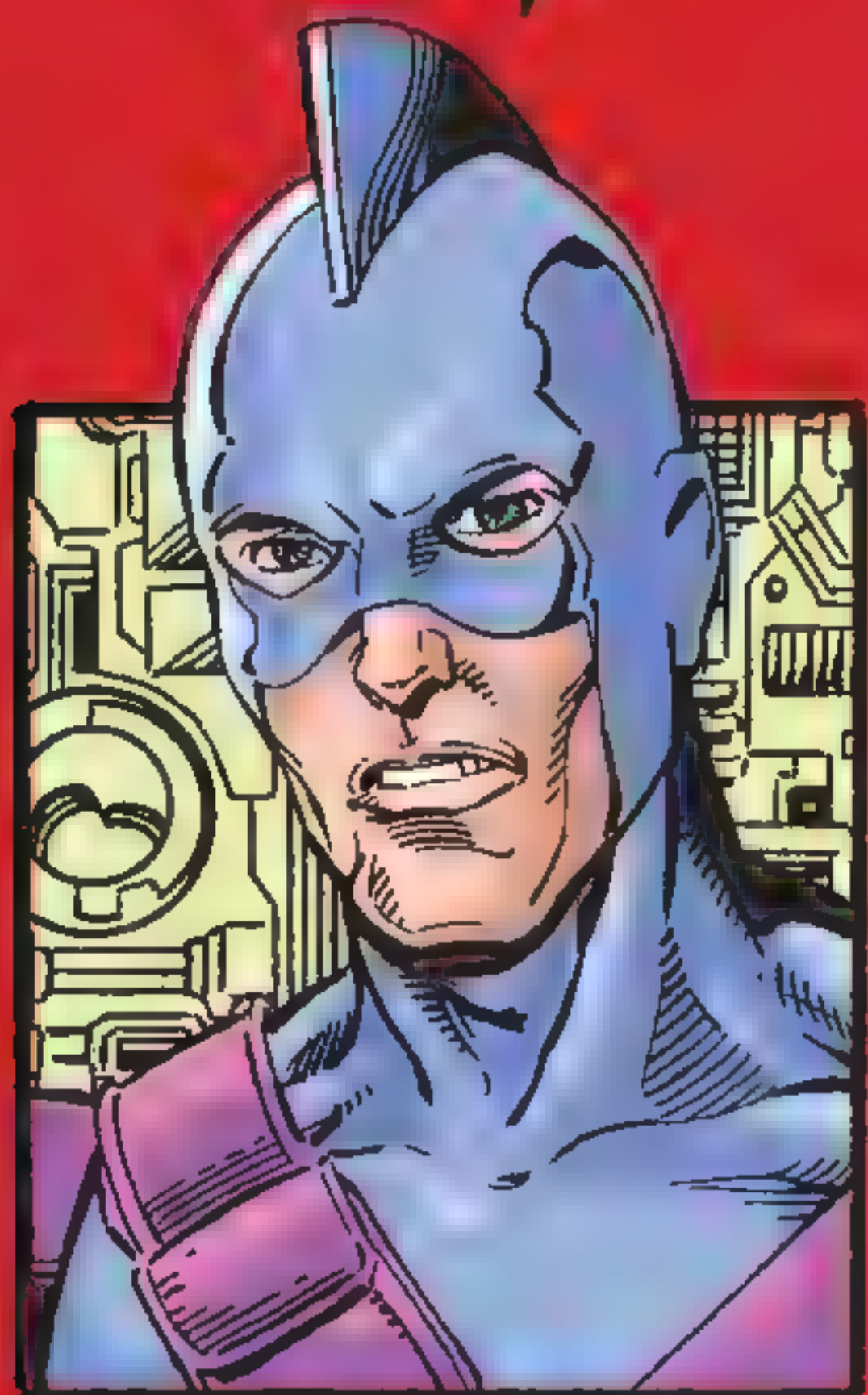
I'LL BE
STAYING IN
OLYMPIA -- AT LEAST
UNTIL I GET *BORED*.
BUT IF YOU'RE
THROWING A PARTY --
OR JUST *KNOW*
ABOUT ONE...



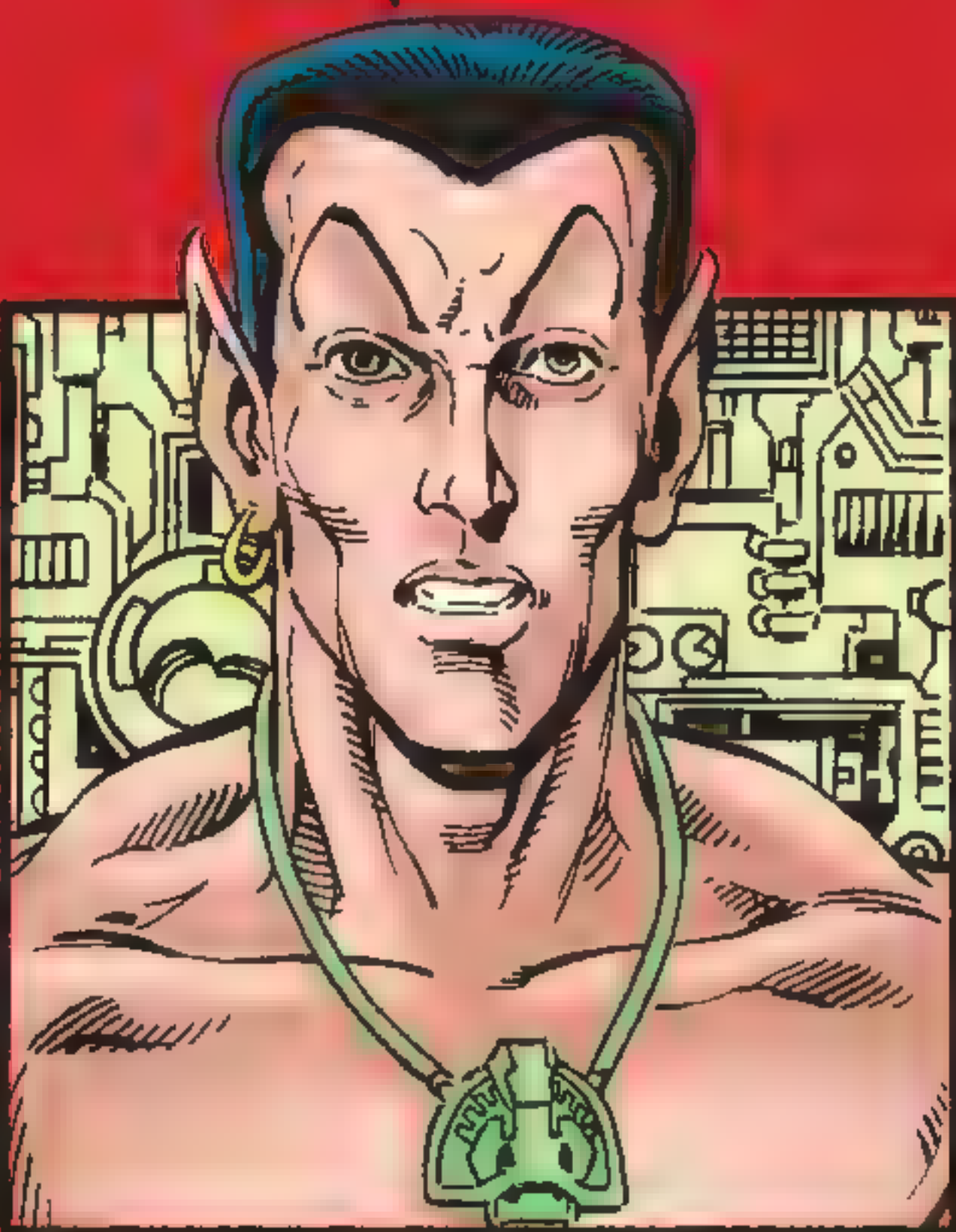
YOU'VE
BEEN VERY
GENEROUS TO THE
SWORDSMAN
AND ME, BUT THIS
REALLY *ISN'T* OUR
WORLD --



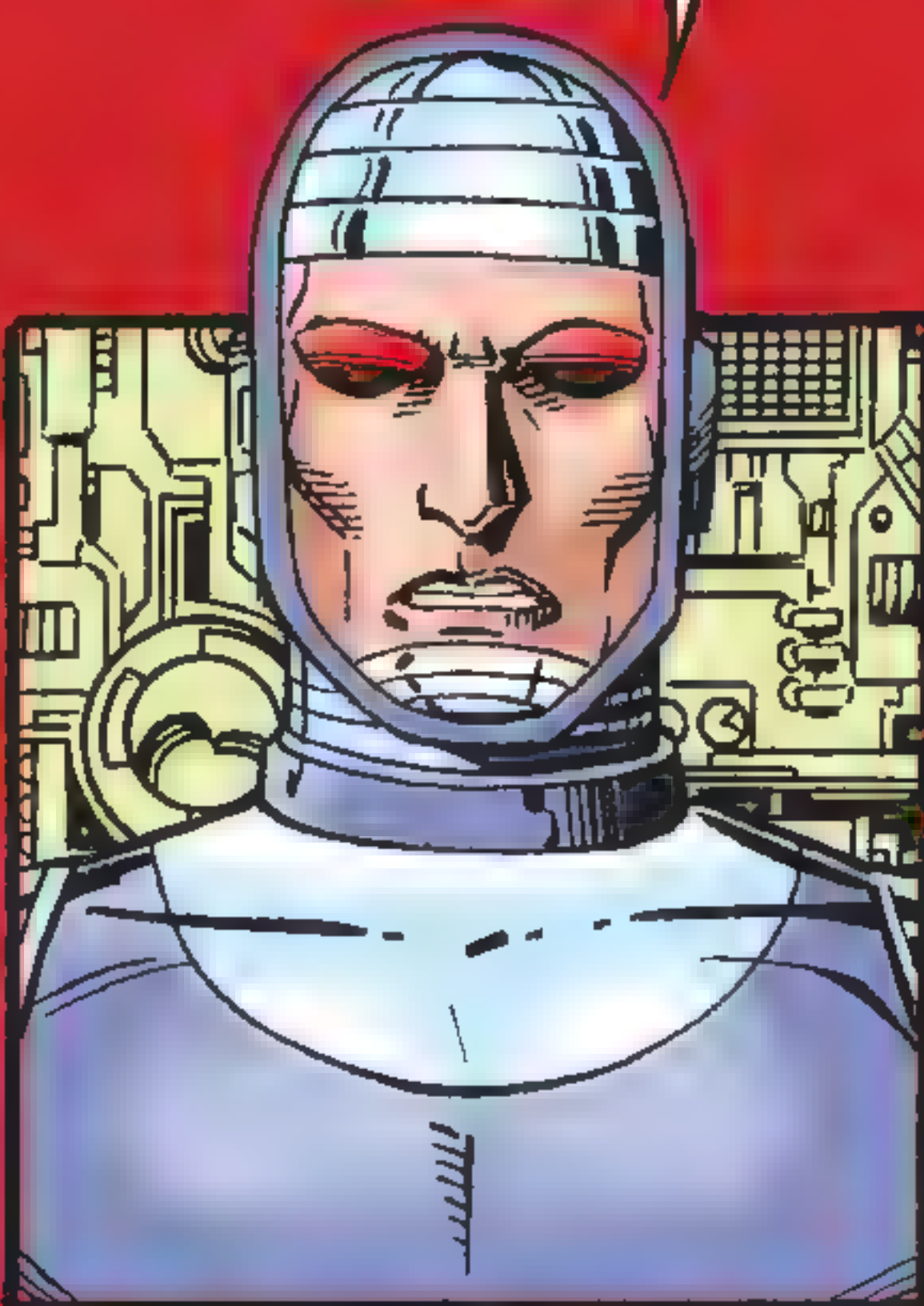
-- AND
WE FEEL SORT
OF... OUT OF *PLACE*.
BUT WE HAVEN'T
MADE ANY
DECISIONS, NOT
YET...



I'M
SORRY, CAPTAIN.
I HAVE FAR TOO
MUCH TO ATTEND
TO THESE DAYS TO
EVEN THINK ABOUT
SERVING AS AN
AVENGER.



MY
INTEREST IS
MORE IN *HUMANS*
AND HUMAN
INTERACTION THAN
IN ADVENTURE.
BUT IF YOU
NEED ME --

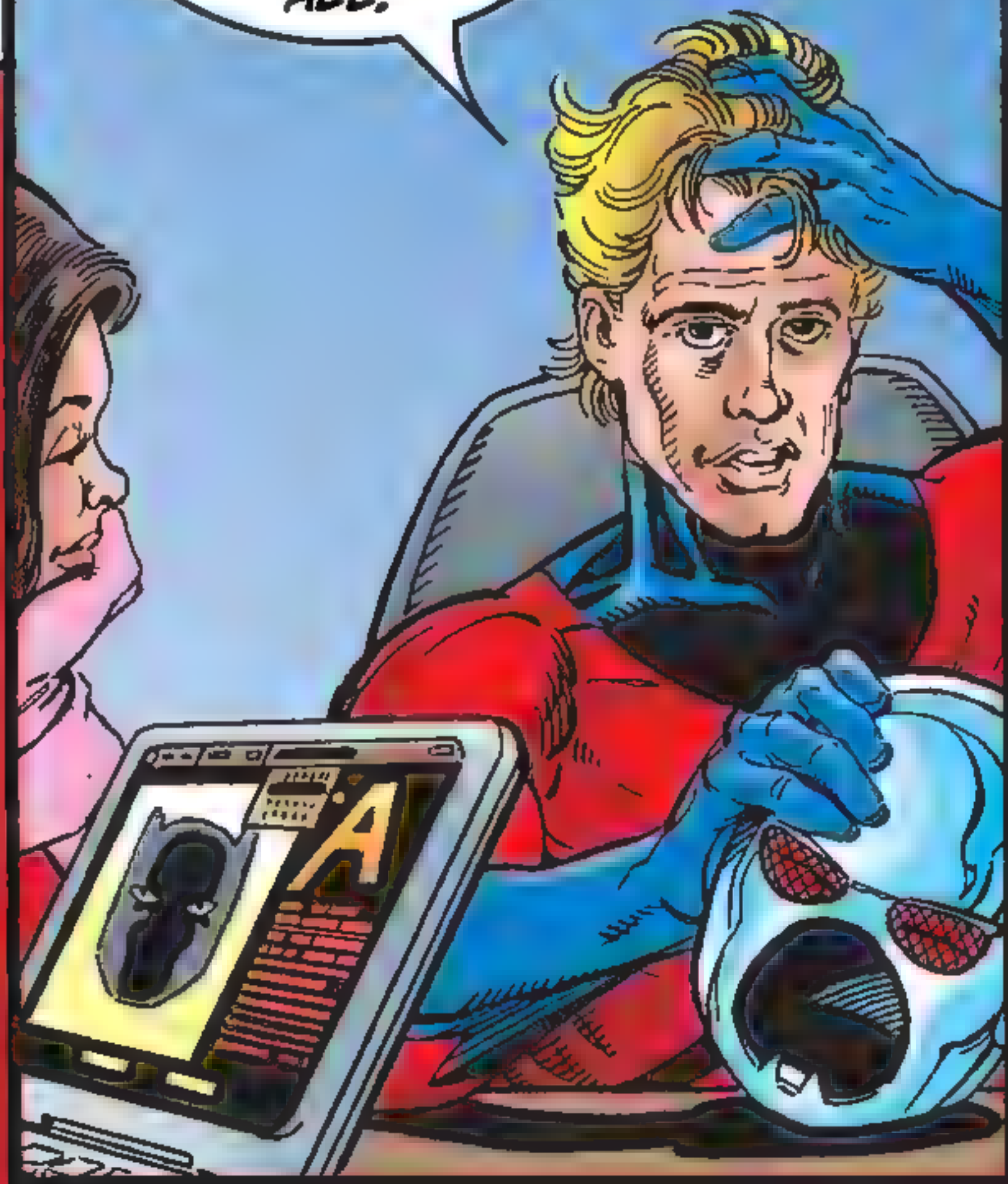


MY
DUTIES CALL ME
BACK TO *WAKANDA* --
AND I MUST ADMIT,
I GO WITH A GLAD
HEART. BUT I AM SURE
OUR PATHS WILL
CROSS...



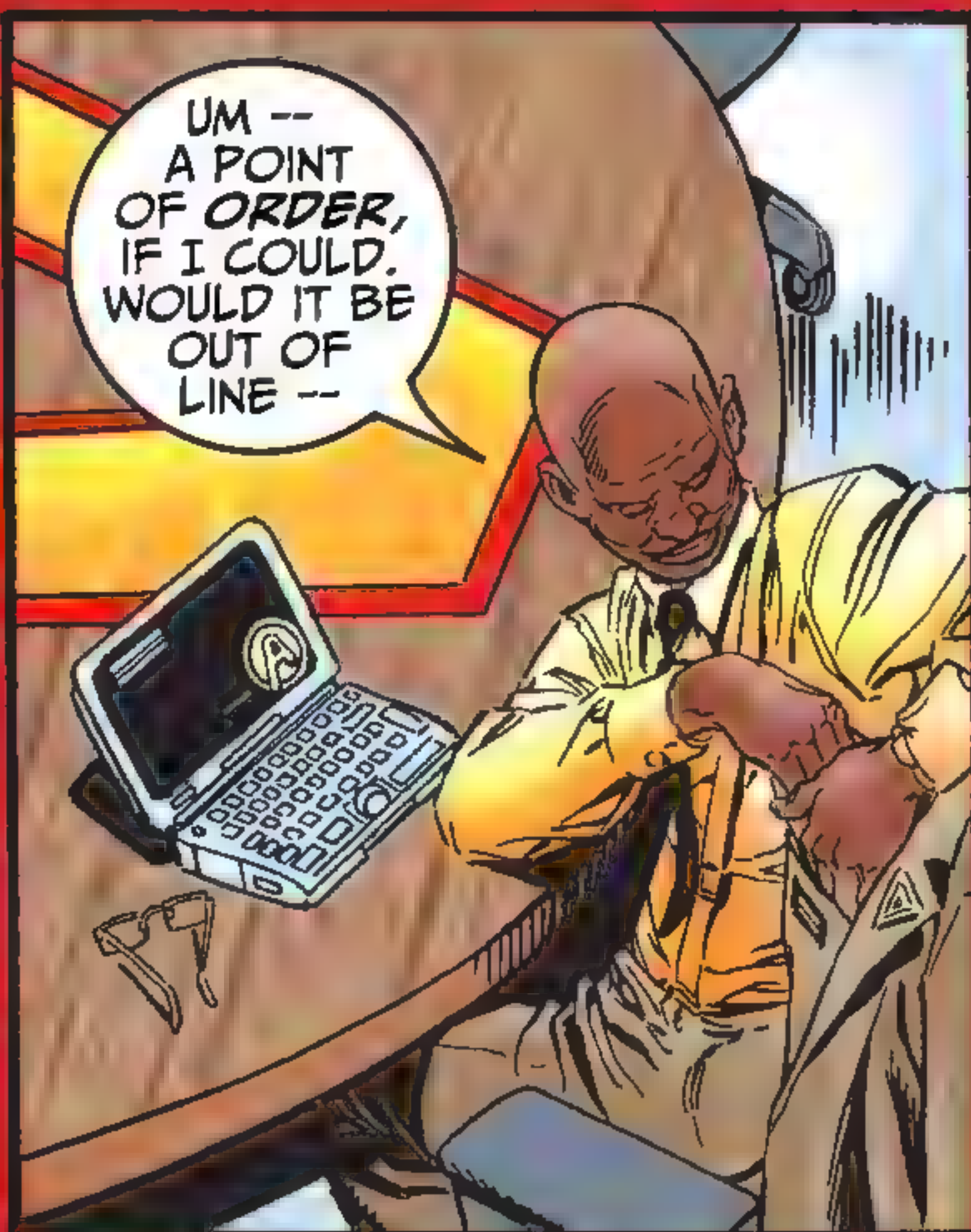
WHEW! I
KNEW A LOT OF
THEM HAD OTHER
PLANS, BUT NOW I'M
STARTING TO WONDER
IF WE'LL FILL OUT
THE TEAM AT
ALL!

MAYBE
JAN AND I
SHOULD *RETHINK*
OUR DECISION
TO GO...



I WOULDN'T
WORRY ABOUT IT.
WE'VE GOT FIVE
MEMBERS SET AND
PLENTY OF VOLUNTEERS.
AND *HAWKEYE*
HASN'T BEEN IN
YET --

--THOUGH
WE CALLED HIM
A *WHILE* AGO,
COME TO THINK
OF IT.

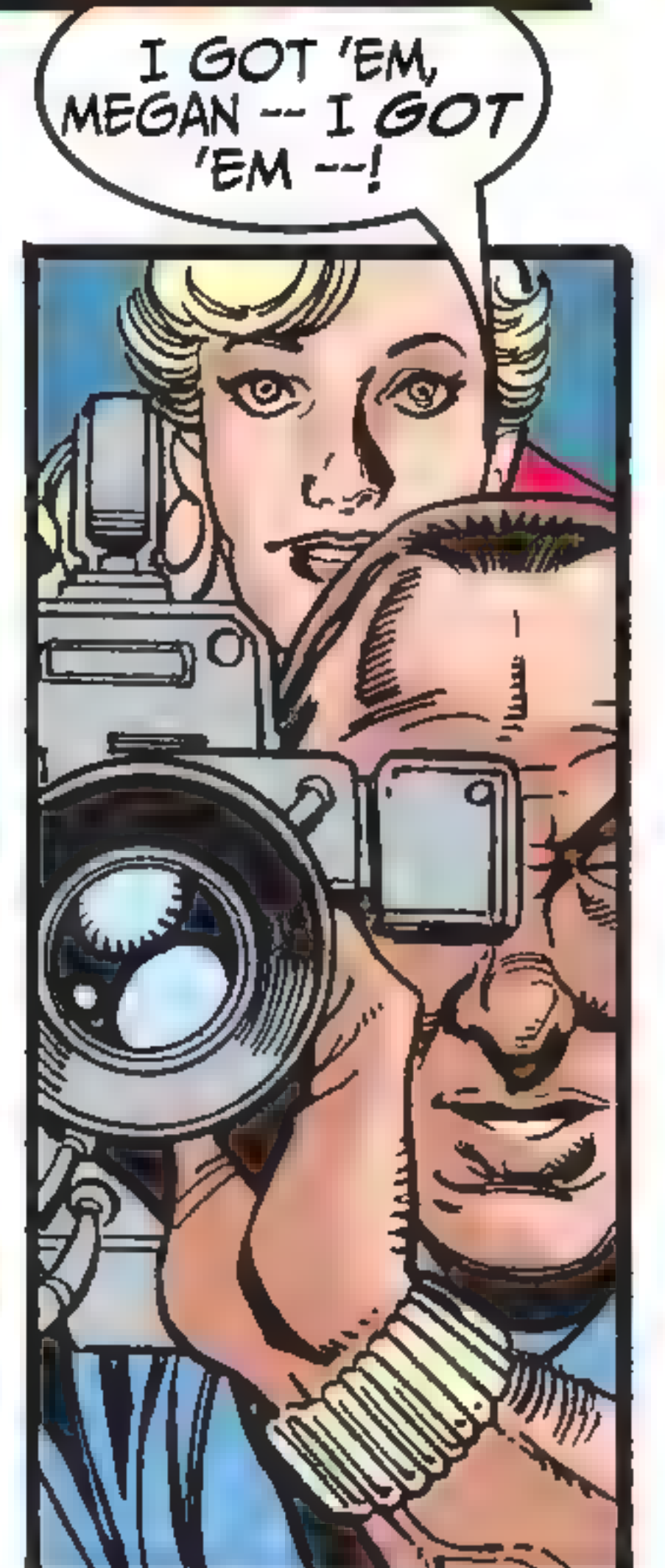
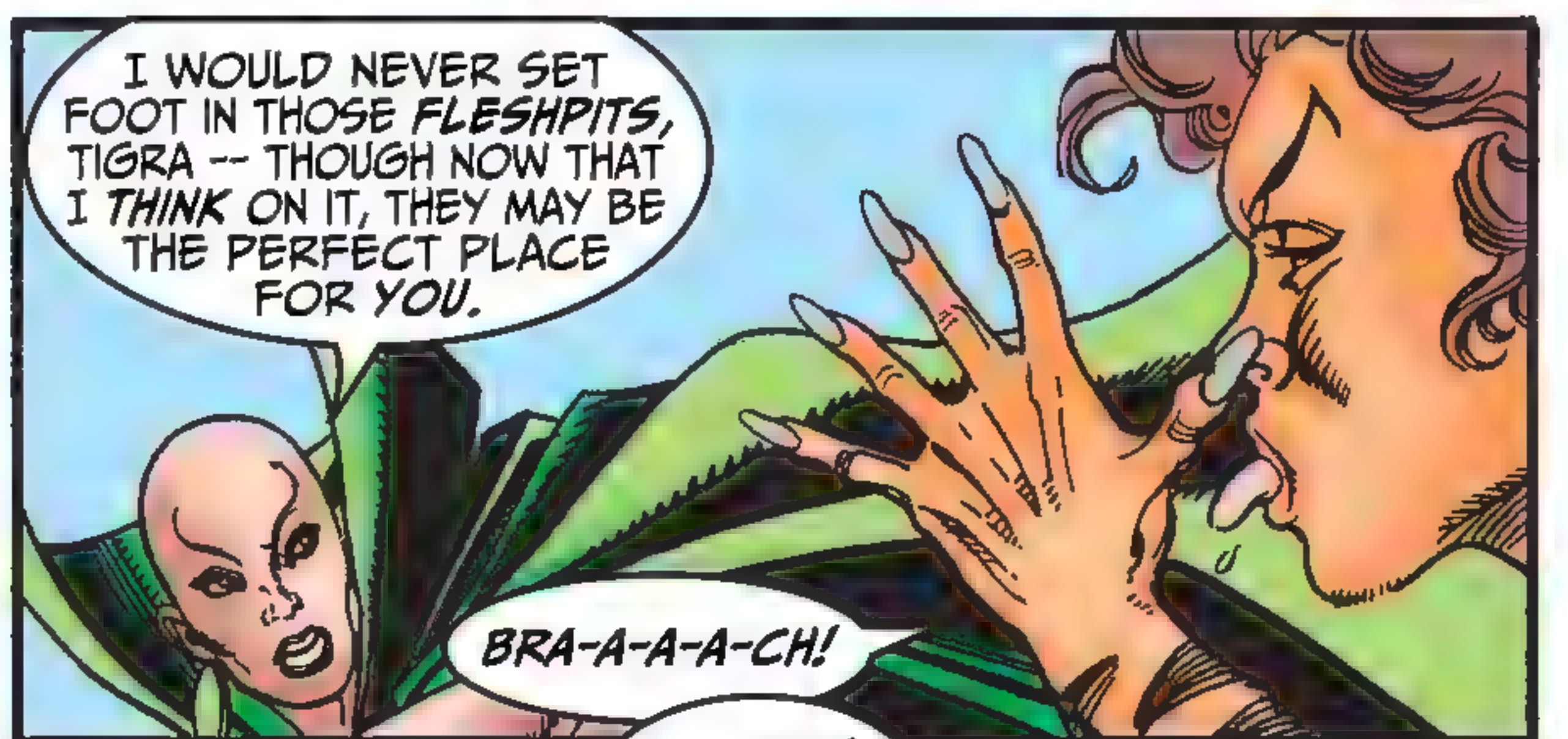
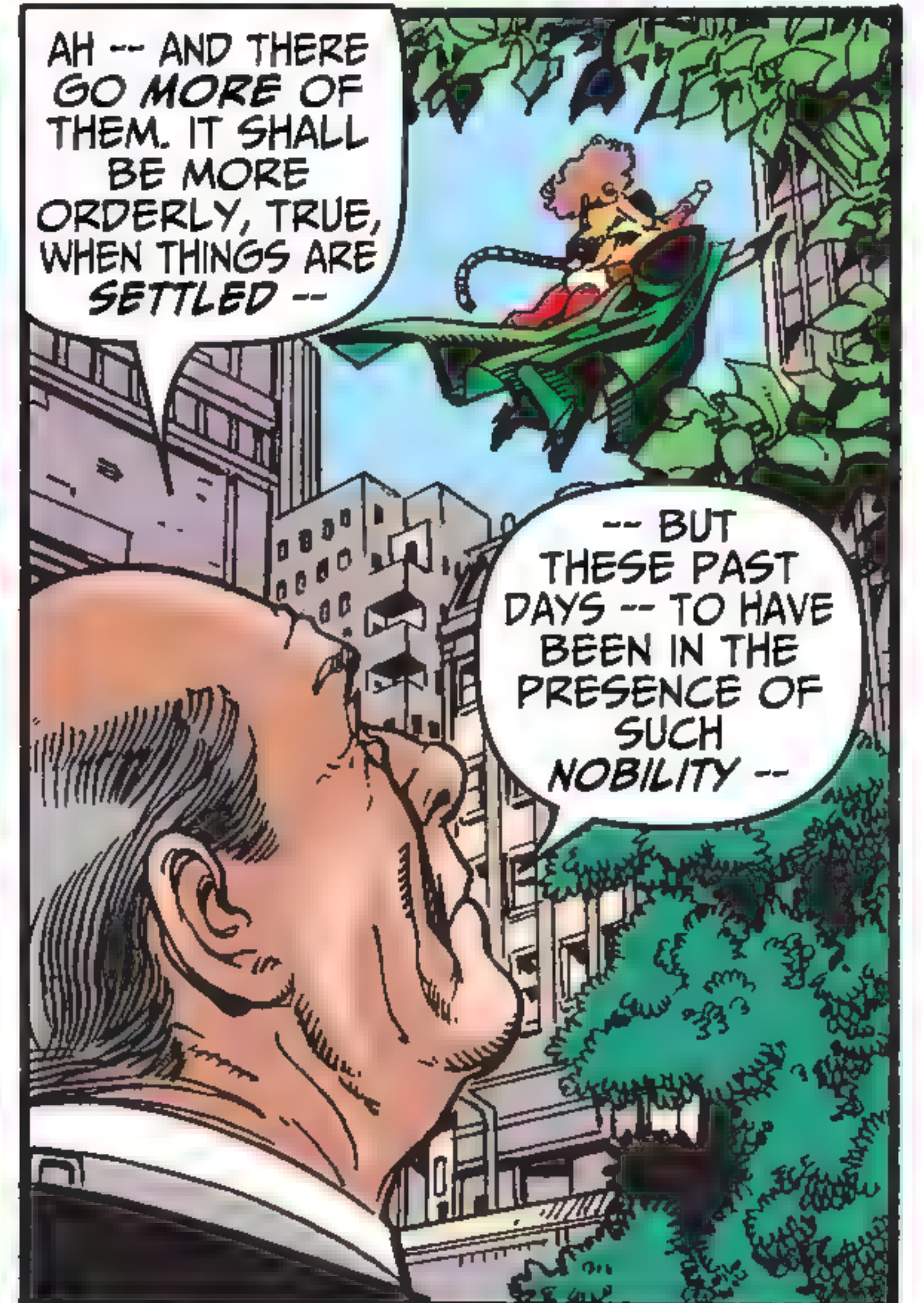
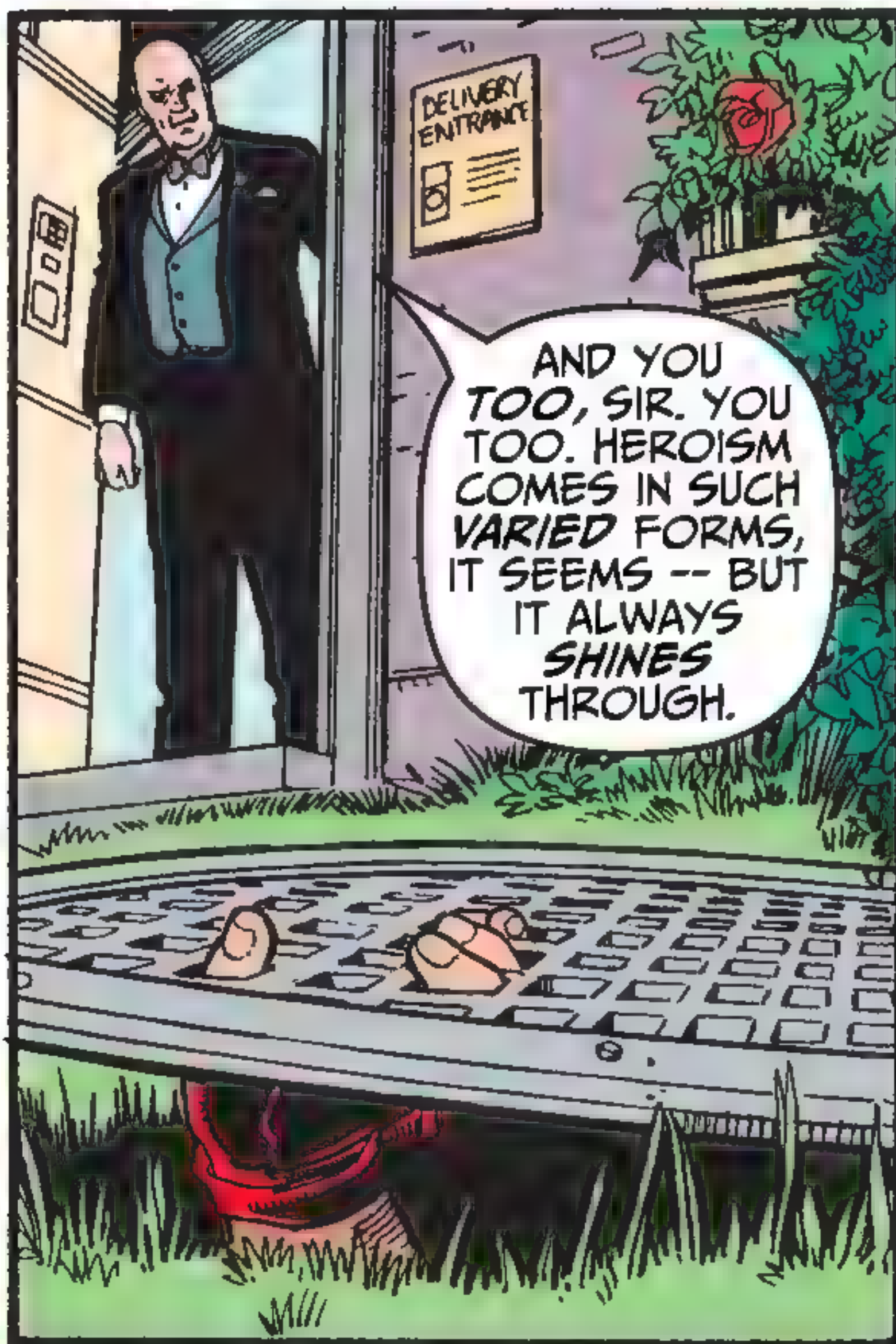
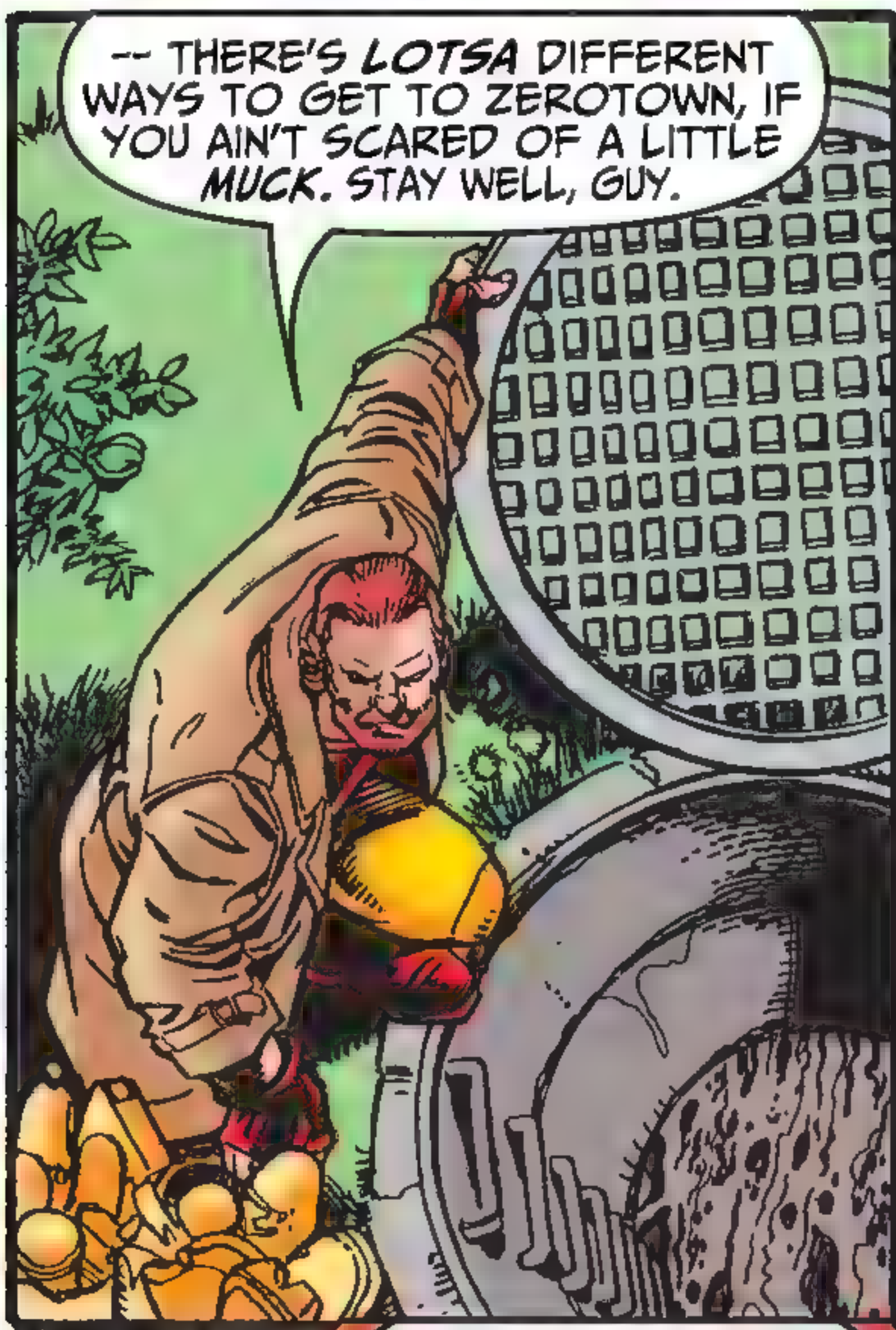
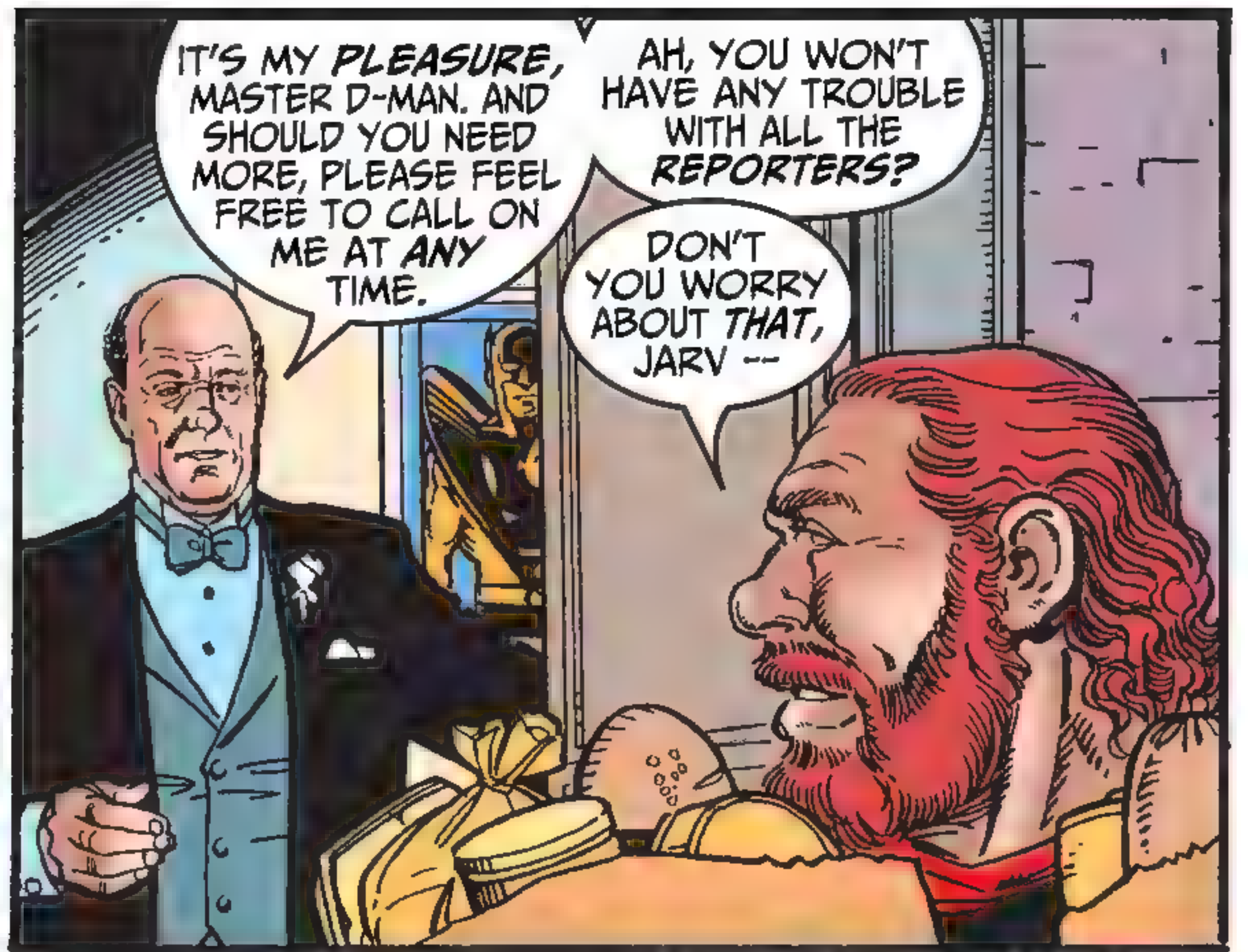
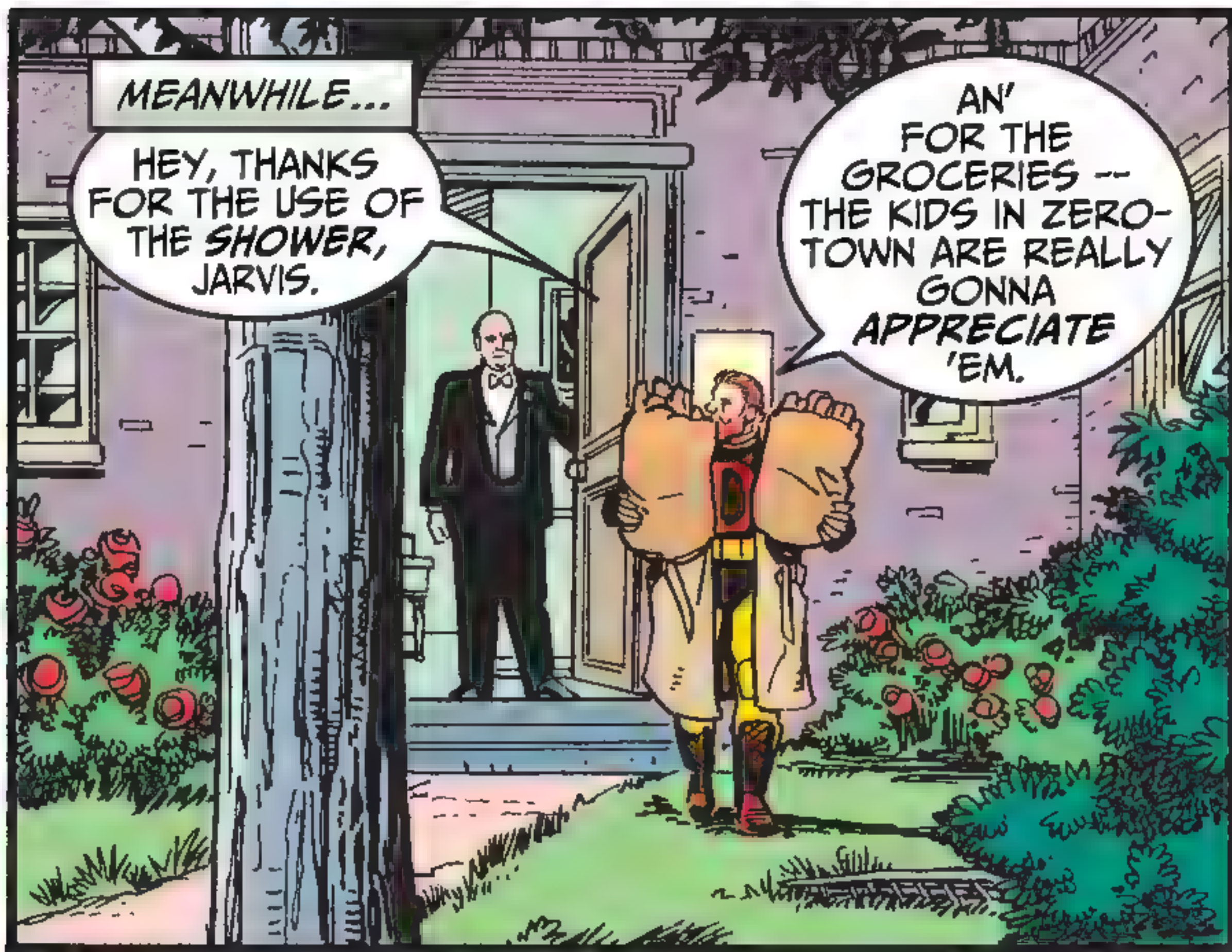


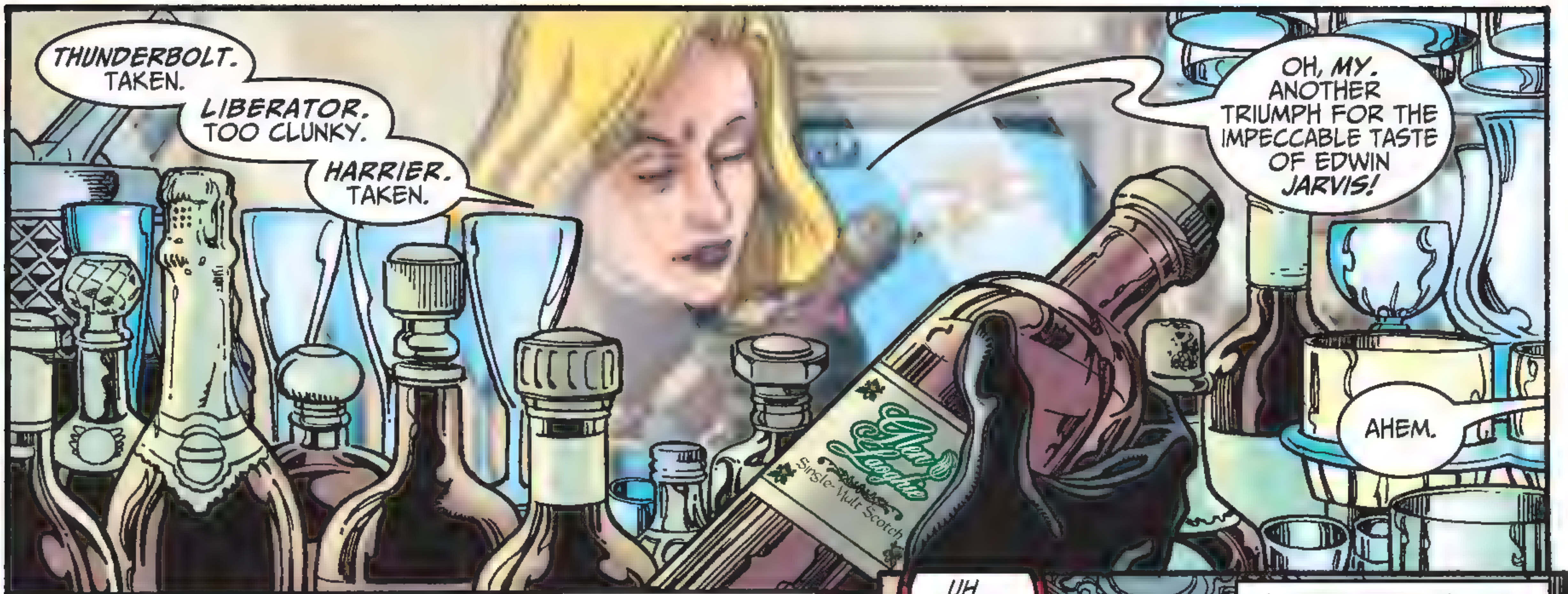
UM --
A POINT
OF *ORDER*,
IF I COULD.
WOULD IT BE
OUT OF
LINE --

-- IF I
ASKED SOME OF
THE DEPARTING
AVENGERS FOR
AUTOGRAPHS,
BEFORE THEY
GO?



ARE YOU
SURE YOU'RE
FROM THE
GOVERNMENT --?





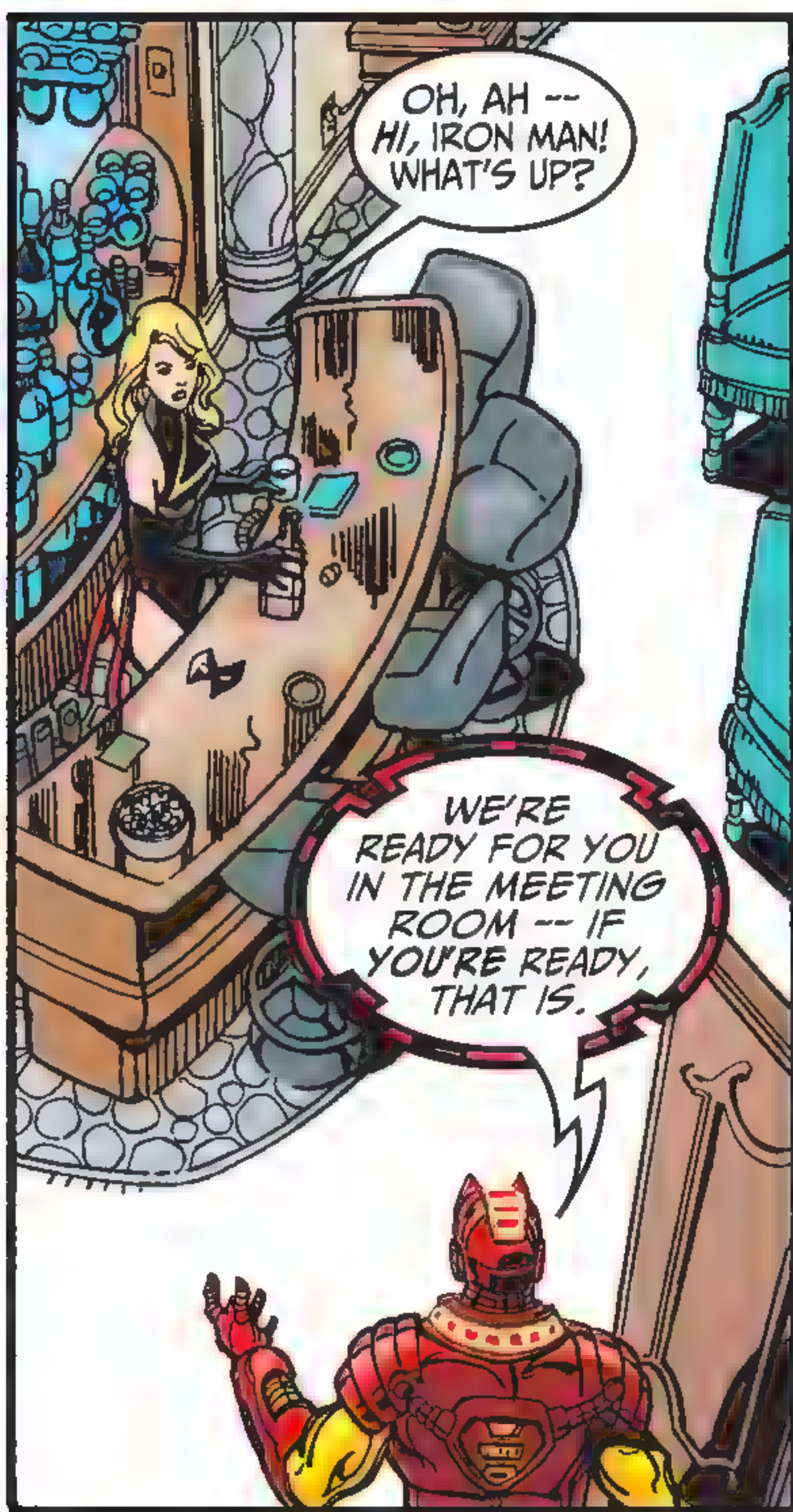
THUNDERBOLT.
TAKEN.

LIBERATOR.
TOO CLUNKY.

HARRIER.
TAKEN.

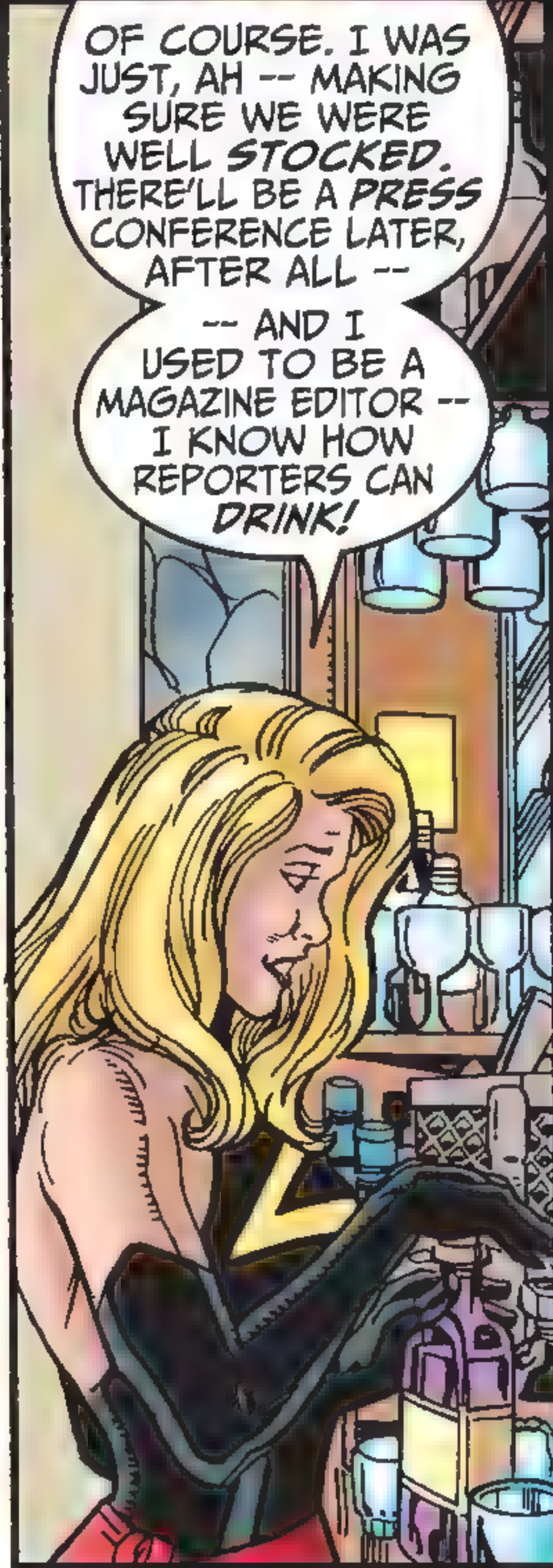
OH, MY.
ANOTHER
TRIUMPH FOR THE
IMPECCABLE TASTE
OF EDWIN
JARVIS!

AHEM.



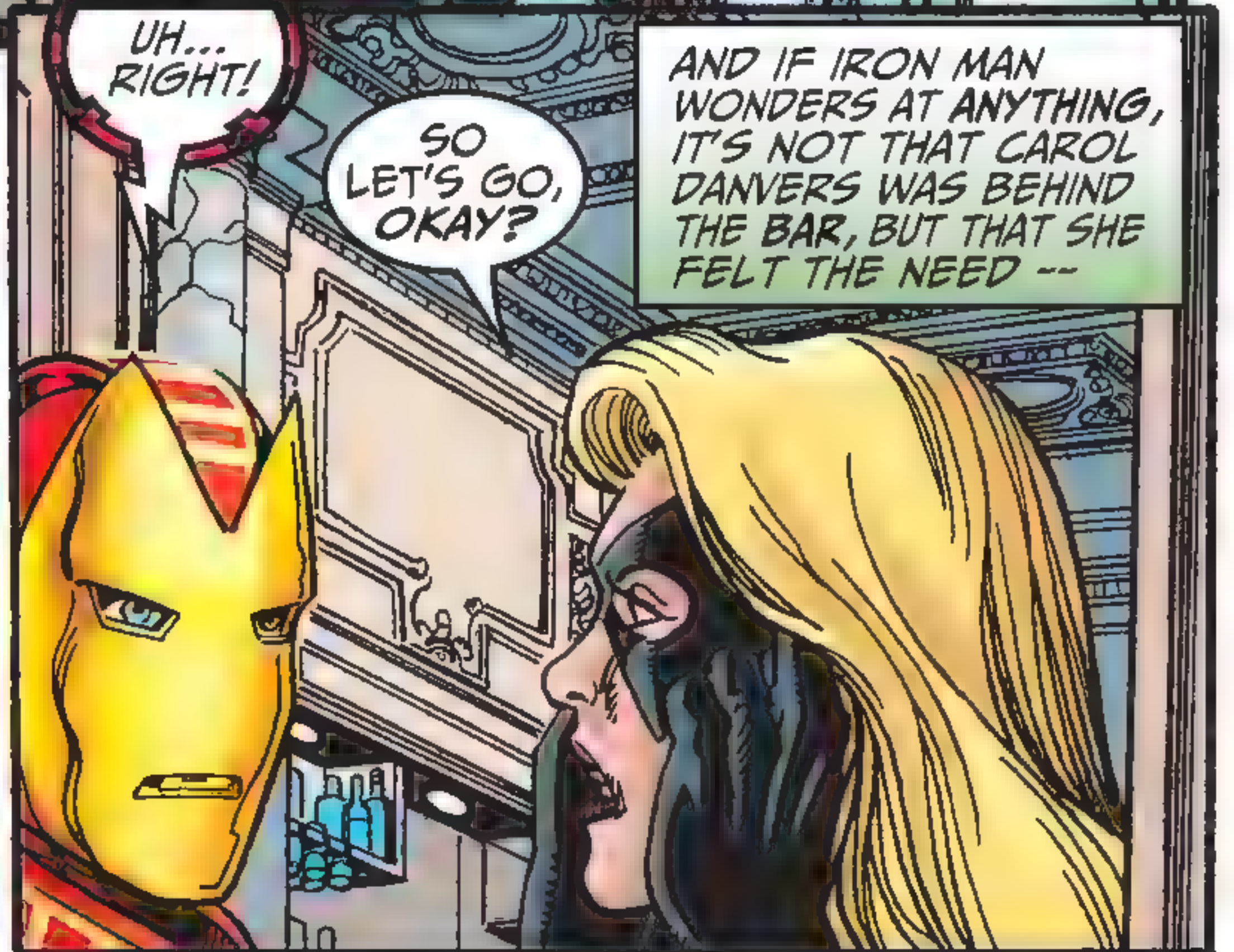
OH, AH --
HI, IRON MAN!
WHAT'S UP?

WE'RE
READY FOR YOU
IN THE MEETING
ROOM -- IF
YOU'RE READY,
THAT IS.



OF COURSE. I WAS
JUST, AH -- MAKING
SURE WE WERE
WELL STOCKED.
THERE'LL BE A PRESS
CONFERENCE LATER,
AFTER ALL --

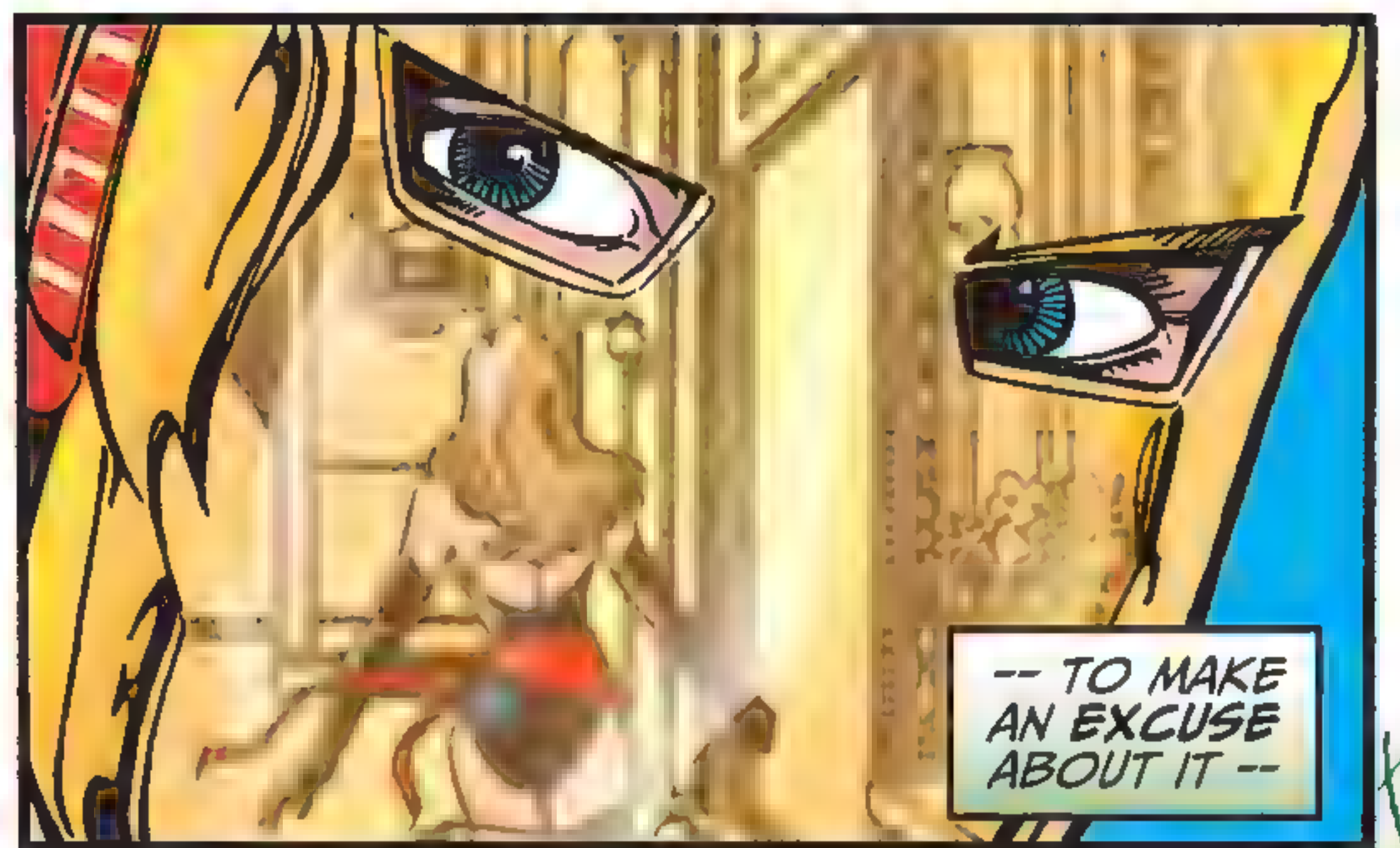
-- AND I
USED TO BE A
MAGAZINE EDITOR --
I KNOW HOW
REPORTERS CAN
DRINK!



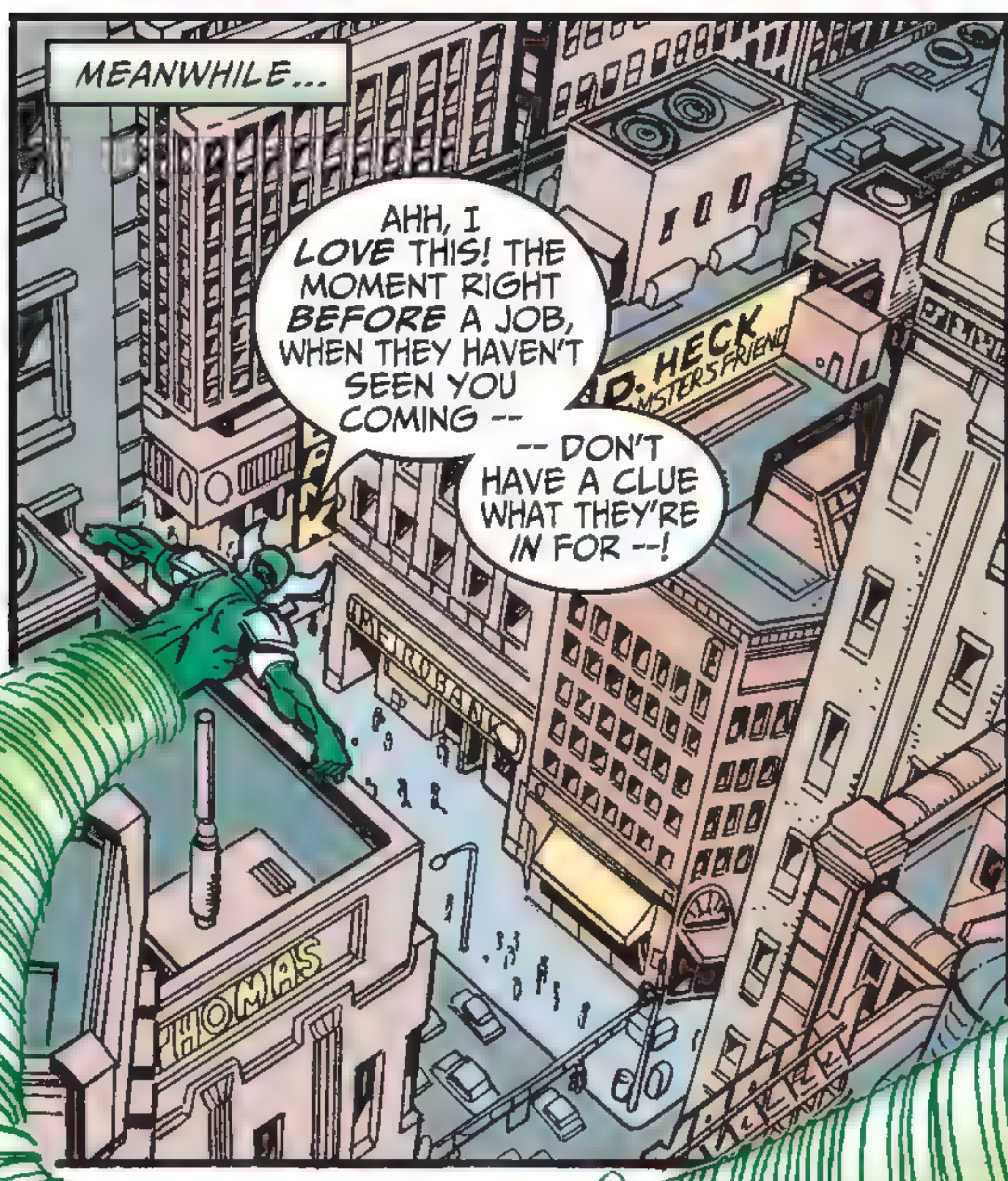
UH...
RIGHT!

SO
LET'S GO,
OKAY?

AND IF IRON MAN
WONDERS AT ANYTHING,
IT'S NOT THAT CAROL
DANVERS WAS BEHIND
THE BAR, BUT THAT SHE
FELT THE NEED --



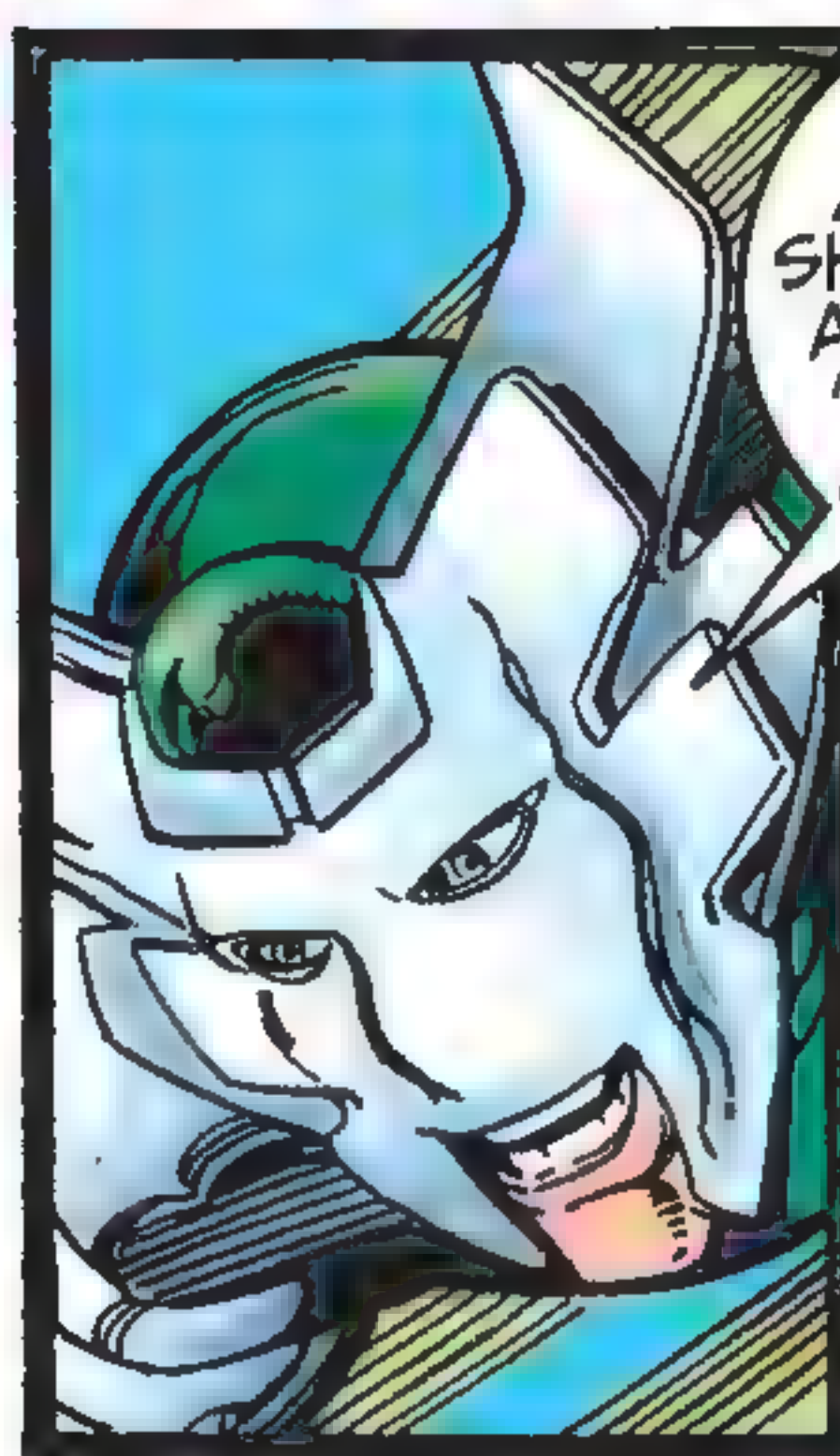
-- TO MAKE
AN EXCUSE
ABOUT IT --



MEANWHILE...

AHH, I
LOVE THIS! THE
MOMENT RIGHT
BEFORE A JOB,
WHEN THEY HAVEN'T
SEEN YOU
COMING --

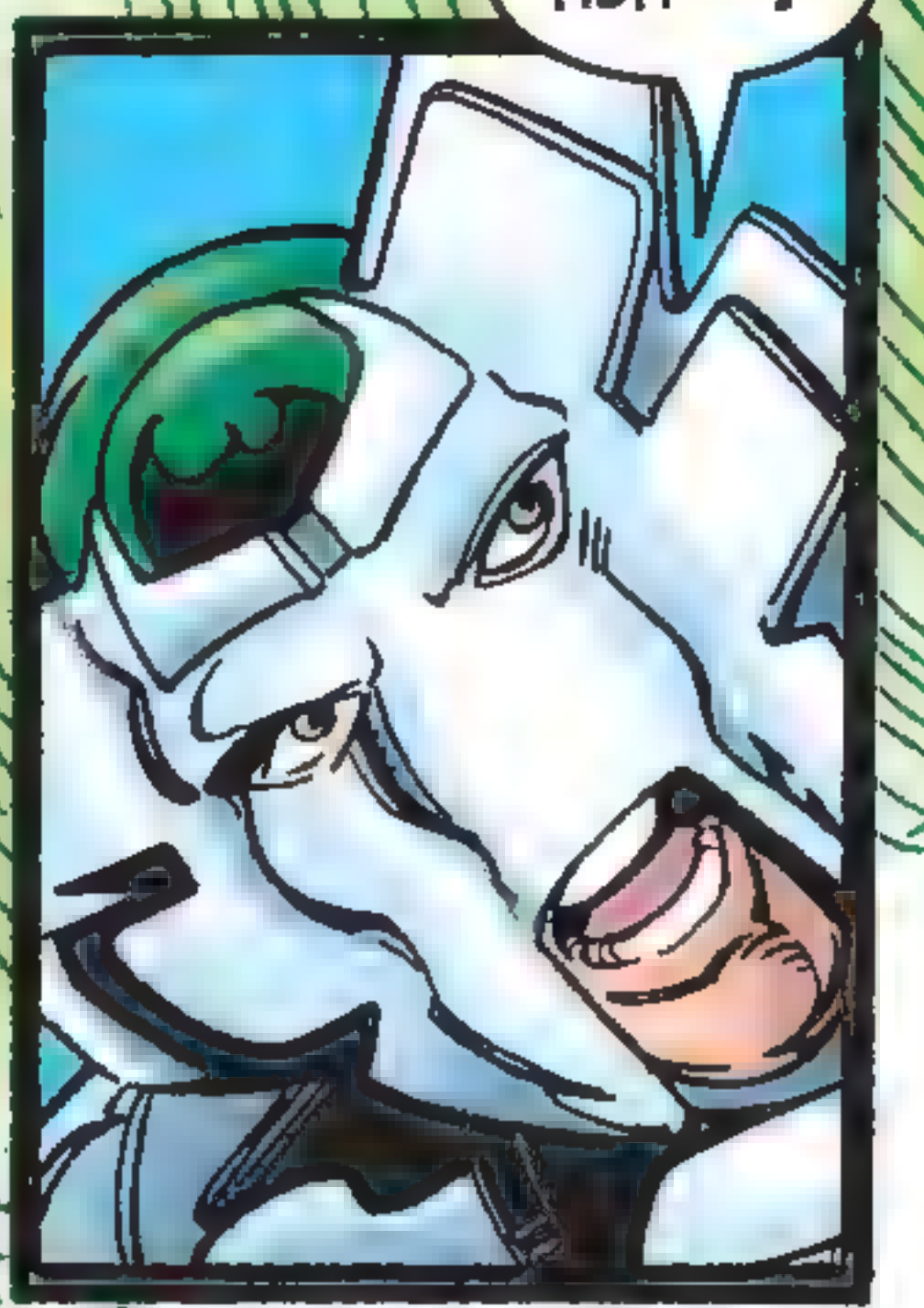
-- DON'T
HAVE A CLUE
WHAT THEY'RE
IN FOR --!



HEH.
MAYBE THE
AVENGERS'LL
SHOW UP AGAIN --
AND I CAN MAKE
'EM LOOK LIKE
FOOLS SOME
MORE!

OR MAYBE
WE'LL MAKE
YOU LOOK
LIKE THE FOOL,
WHIRLWIND!

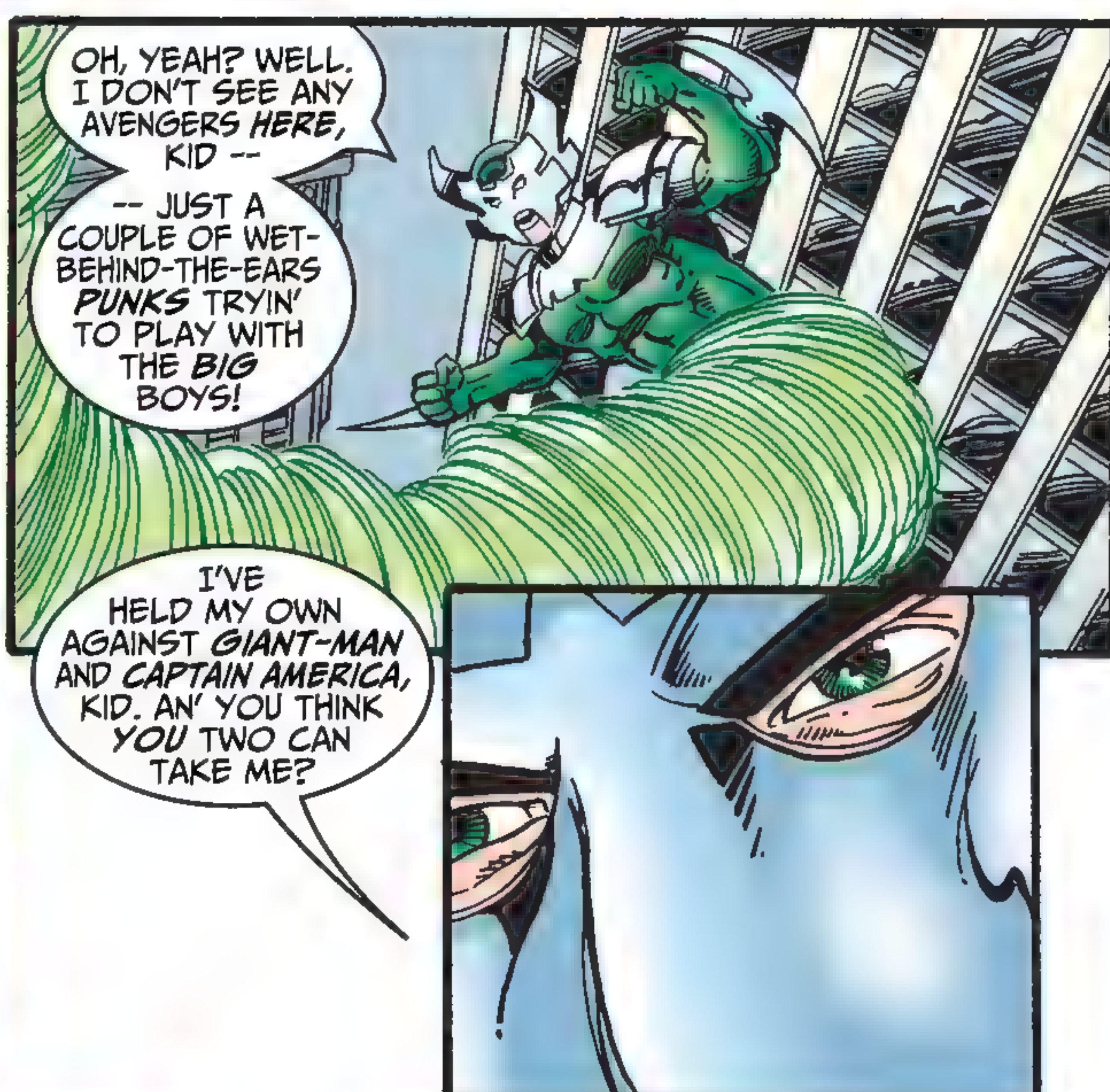
HUH --?





YOU ONLY ESCAPED THE AVENGERS BEFORE BECAUSE THERE WERE TOO MANY OF THEM -- BECAUSE THEY GOT IN EACH OTHER'S WAY!

BUT THIS TIME -- THE AVENGERS ARE GOING TO TAKE YOU DOWN!



OH, YEAH? WELL, I DON'T SEE ANY AVENGERS HERE, KID --

-- JUST A COUPLE OF WET-BEHIND-THE-EARS PUNKS TRYIN' TO PLAY WITH THE BIG BOYS!

I'VE HELD MY OWN AGAINST GIANT-MAN AND CAPTAIN AMERICA, KID. AN' YOU THINK YOU TWO CAN TAKE ME?



GO AHEAD, JUSTICE. YOU'RE ITCHING TO TELL HIM WHAT YOU TOLD ME...

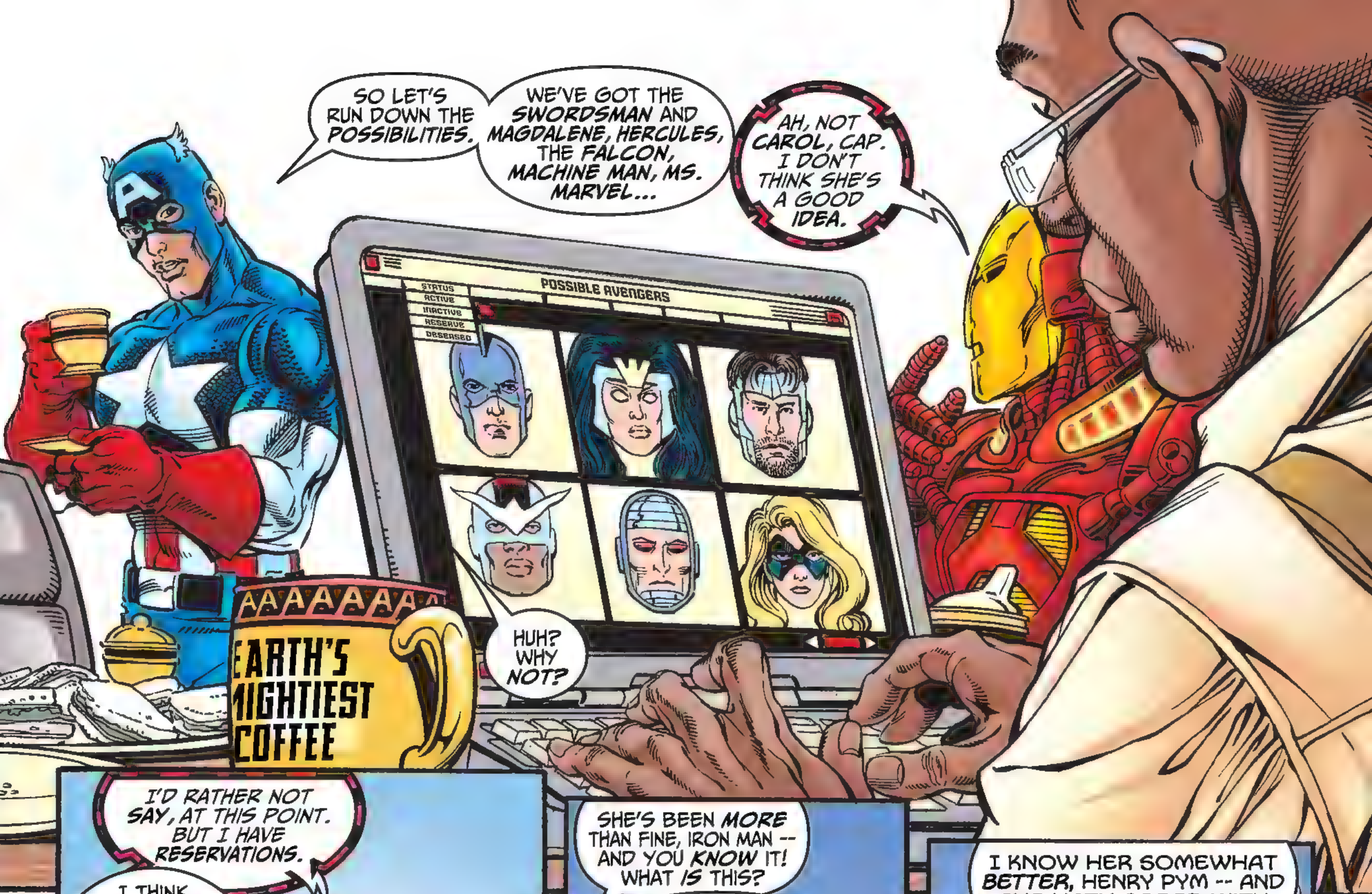
I'VE STUDIED YOU, WHIRLWIND! I'VE STUDIED ALL THE AVENGERS' FOES!

YOU'RE BEST AGAINST HEROES WITH PHYSICAL ABILITIES -- HEROES YOUR MOBILITY LETS YOU RUN RINGS AROUND!

BUT AGAINST MY TELEKINESIS -- AND FIRESTAR'S MICROWAVE BURSTS -- YOU DON'T STAND A CHANCE!

OH, YEAH? WELL, WHIRLWIND DON'T FALL QUITE THAT EASY! BRING IT ON, KIDS --

-- LET'S SEE WHAT YOU GOT!

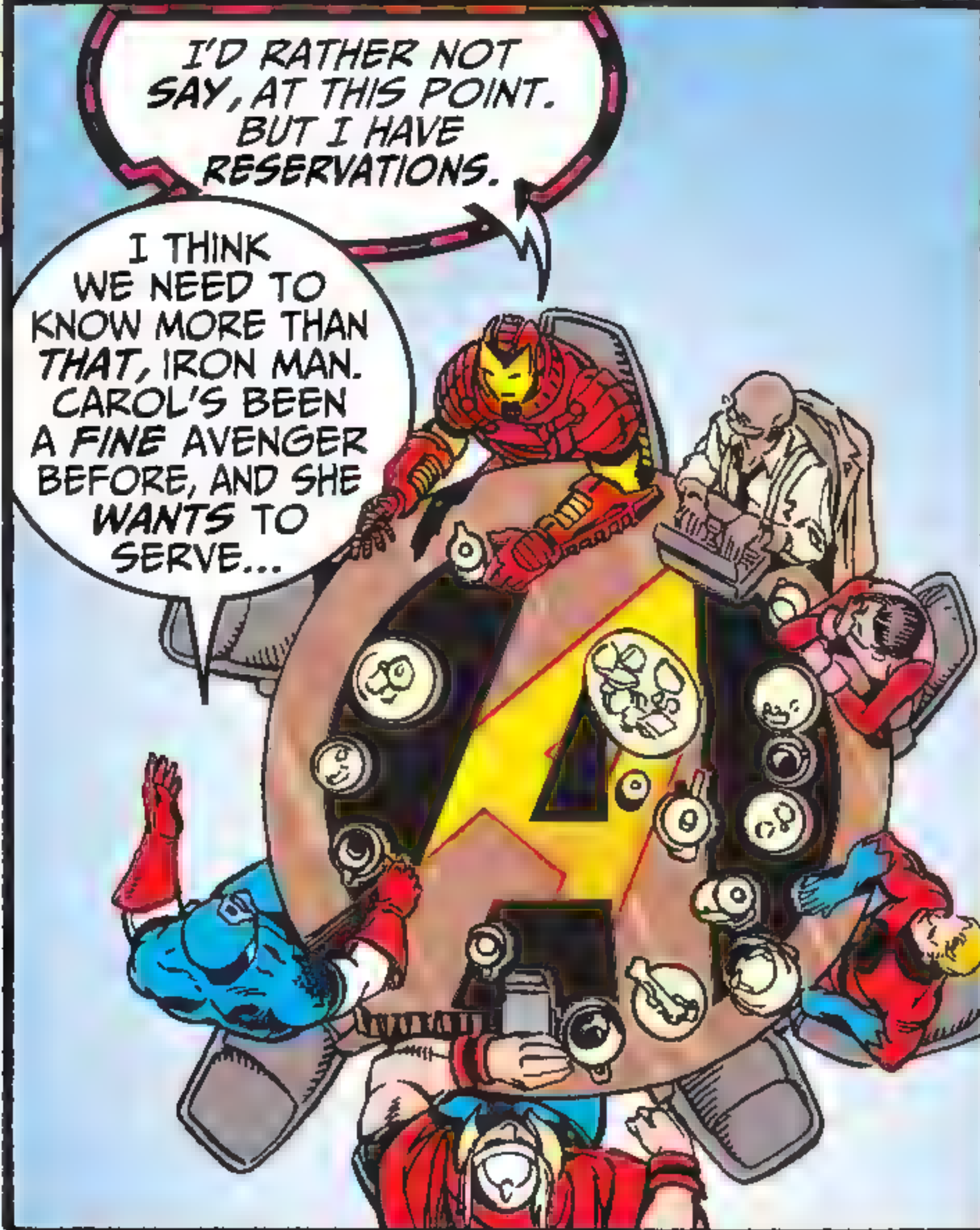


SO LET'S
RUN DOWN THE
POSSIBILITIES.

WE'VE GOT THE
SWORDSMAN AND
MAGDALENE, HERCULES,
THE FALCON,
MACHINE MAN, MS.
MARVEL...

AH, NOT
CAROL, CAP.
I DON'T
THINK SHE'S
A GOOD
IDEA.

HUH?
WHY
NOT?



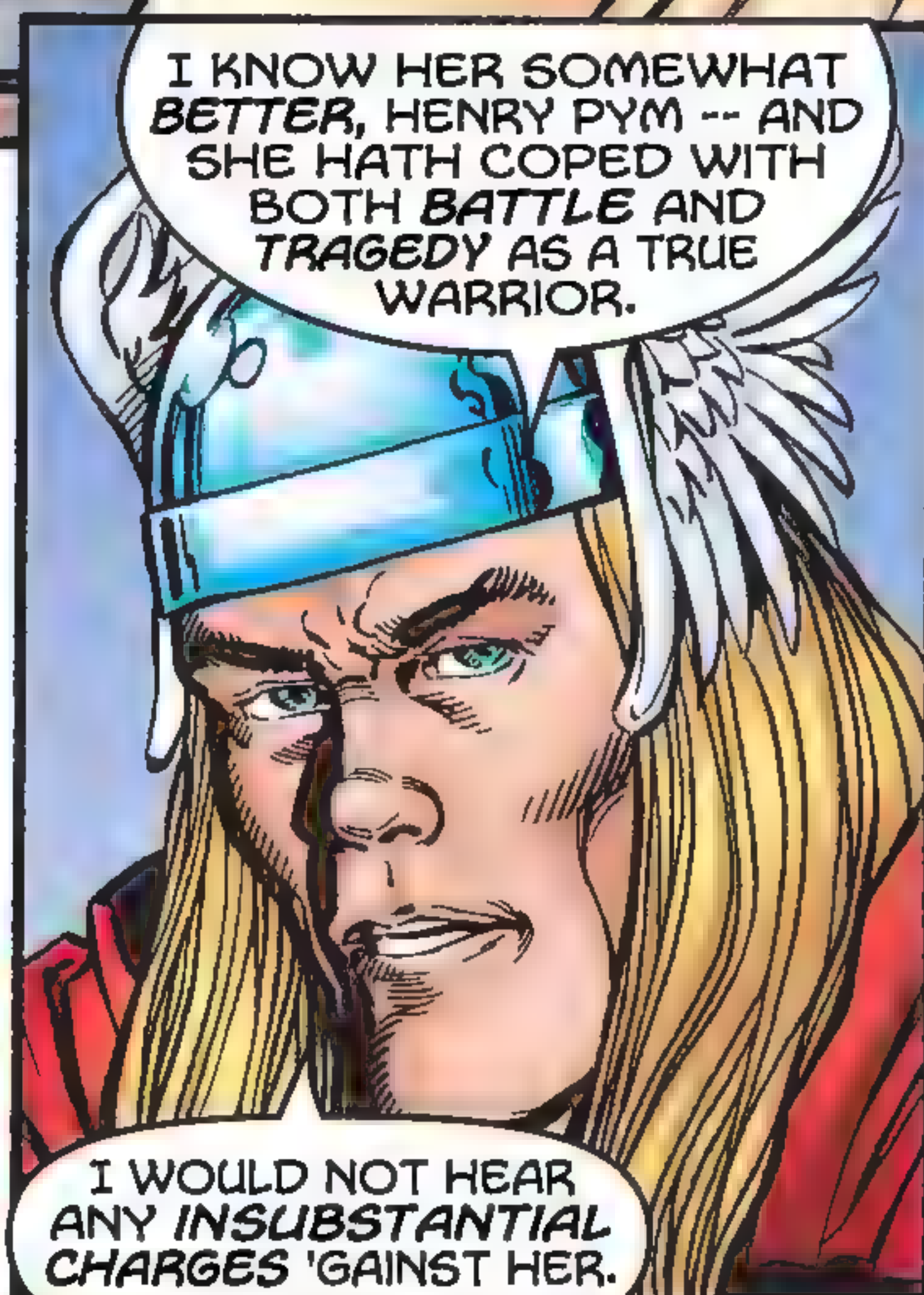
I'D RATHER NOT
SAY, AT THIS POINT.
BUT I HAVE
RESERVATIONS.

I THINK
WE NEED TO
KNOW MORE THAN
THAT, IRON MAN.
CAROL'S BEEN
A FINE AVENGER
BEFORE, AND SHE
WANTS TO
SERVE...



SHE'S BEEN MORE
THAN FINE, IRON MAN --
AND YOU KNOW IT!
WHAT IS THIS?

I DON'T KNOW
HER THAT WELL --
BUT I'VE NEVER HEARD
ANYTHING BAD
ABOUT HER.



I KNOW HER SOMEWHAT
BETTER, HENRY PYM -- AND
SHE HATH COPED WITH
BOTH BATTLE AND
TRAGEDY AS A TRUE
WARRIOR.

I WOULD NOT HEAR
ANY INSUBSTANTIAL
CHARGES 'GAINST HER.



OKAY, OKAY. AT THIS POINT,
I'M UNWILLING TO DETAIL
MY RESERVATIONS, SINCE
I MIGHT BE
WRONG.

SO THEY'RE
WITHDRAWN.

ANOTHER
POSSIBILITY.
WHAT ABOUT
USAGENT?

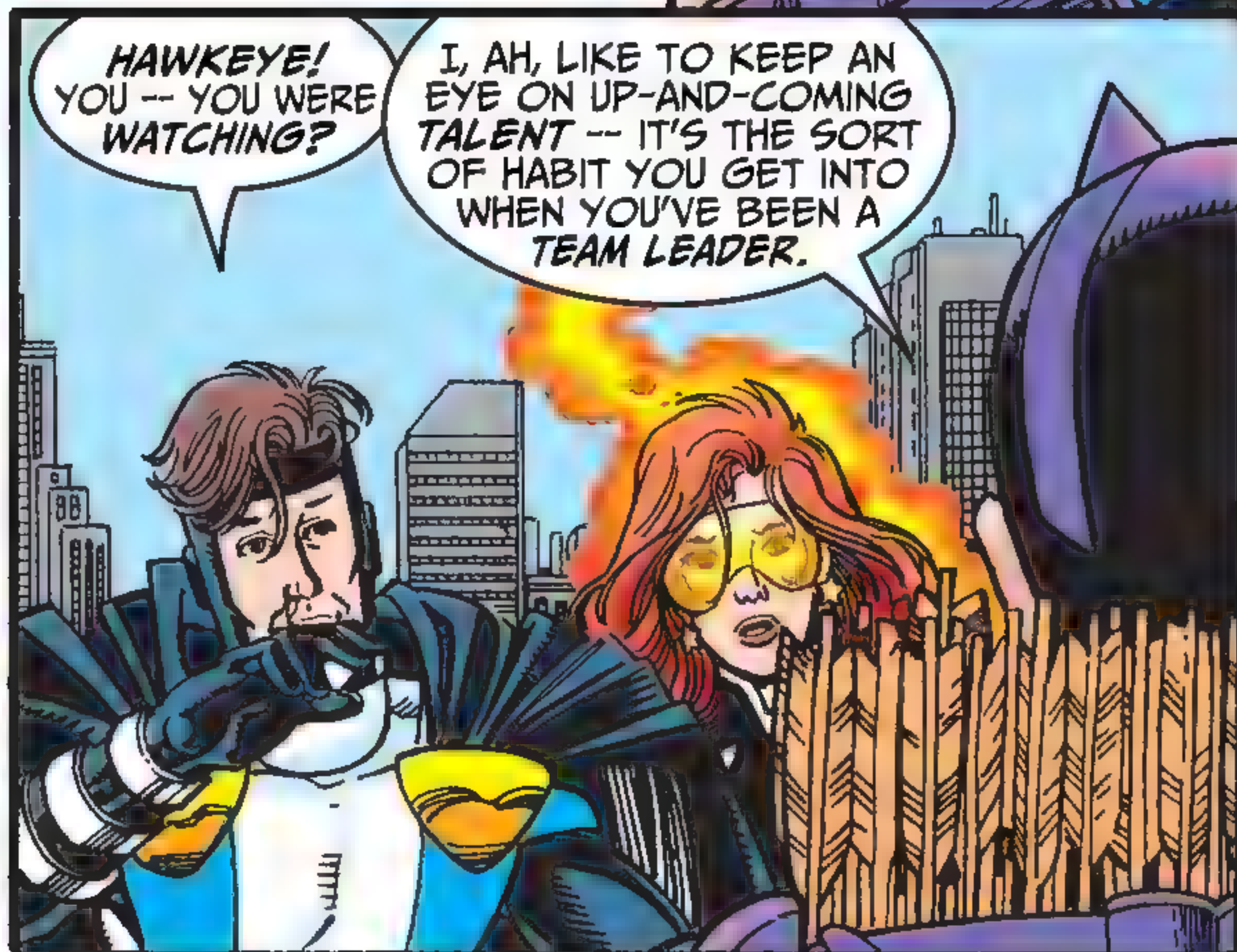
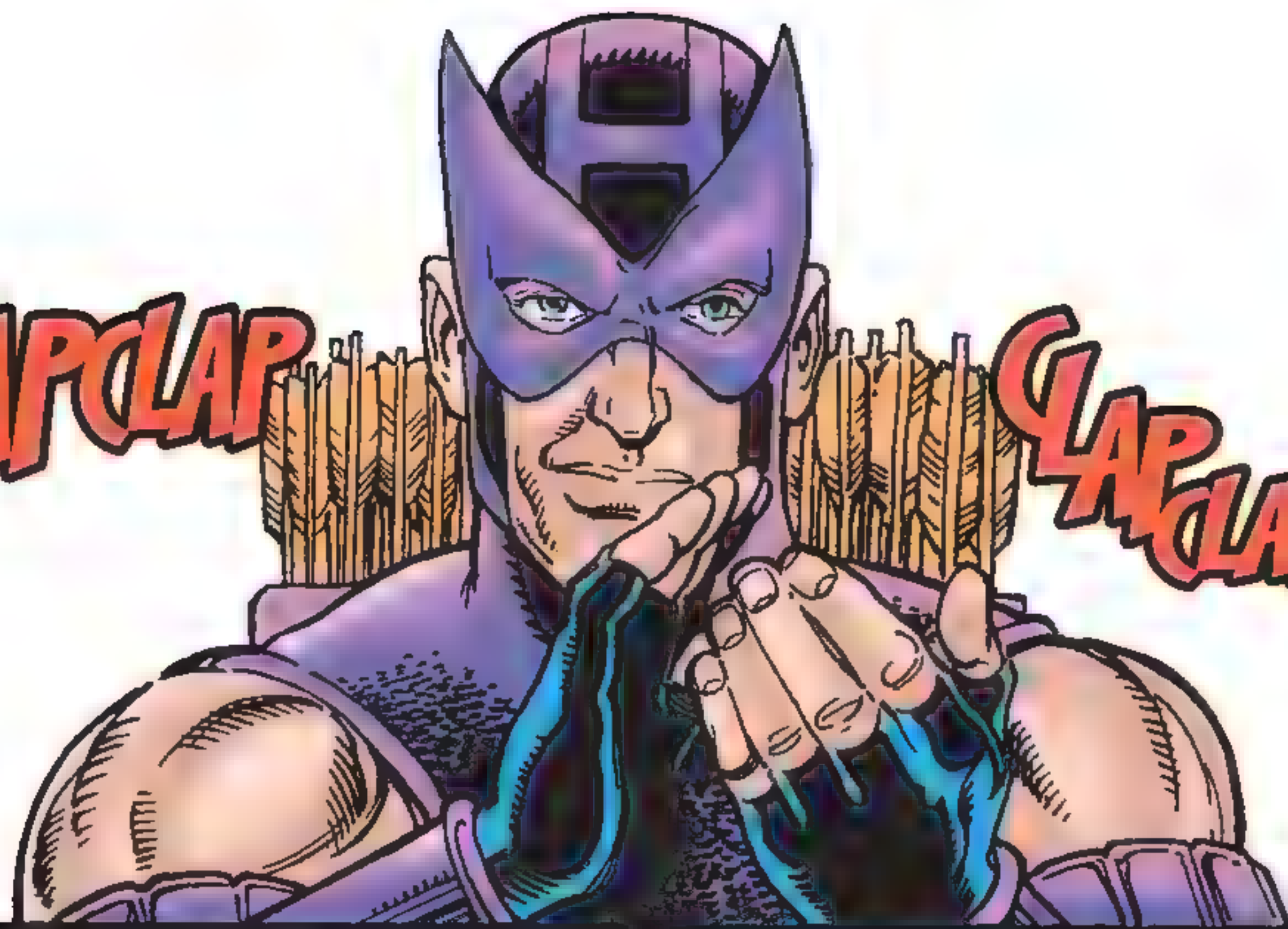


SO,
AH --

-- WHERE
IS HAWKEYE,
ANYWAY?

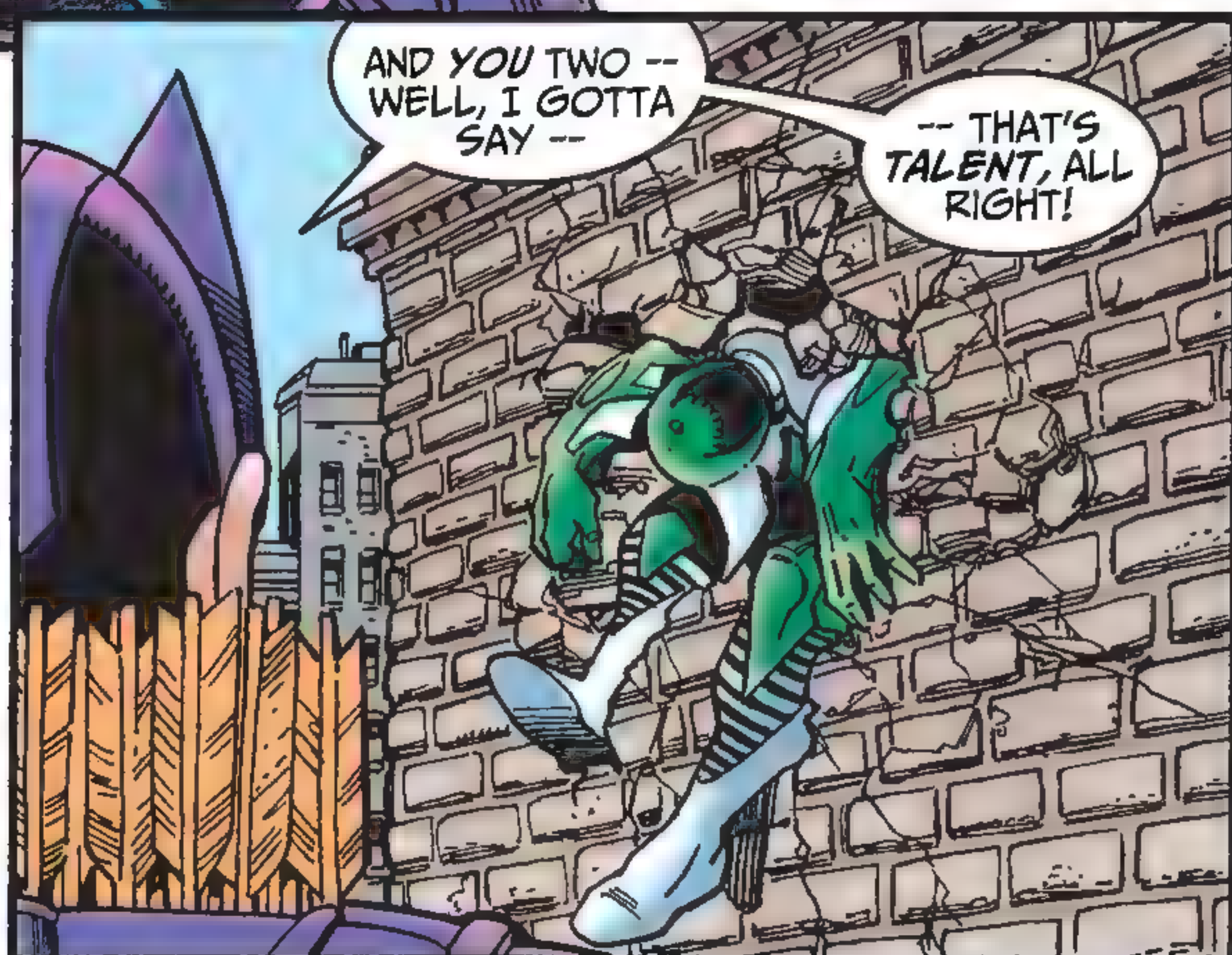
CLAPCLAPCLAPCLAP

CLAPCLAPCLAPCLAP



HAWKEYE!
YOU -- YOU WERE
WATCHING?

I, AH, LIKE TO KEEP AN
EYE ON UP-AND-COMING
TALENT -- IT'S THE SORT
OF HABIT YOU GET INTO
WHEN YOU'VE BEEN A
TEAM LEADER.



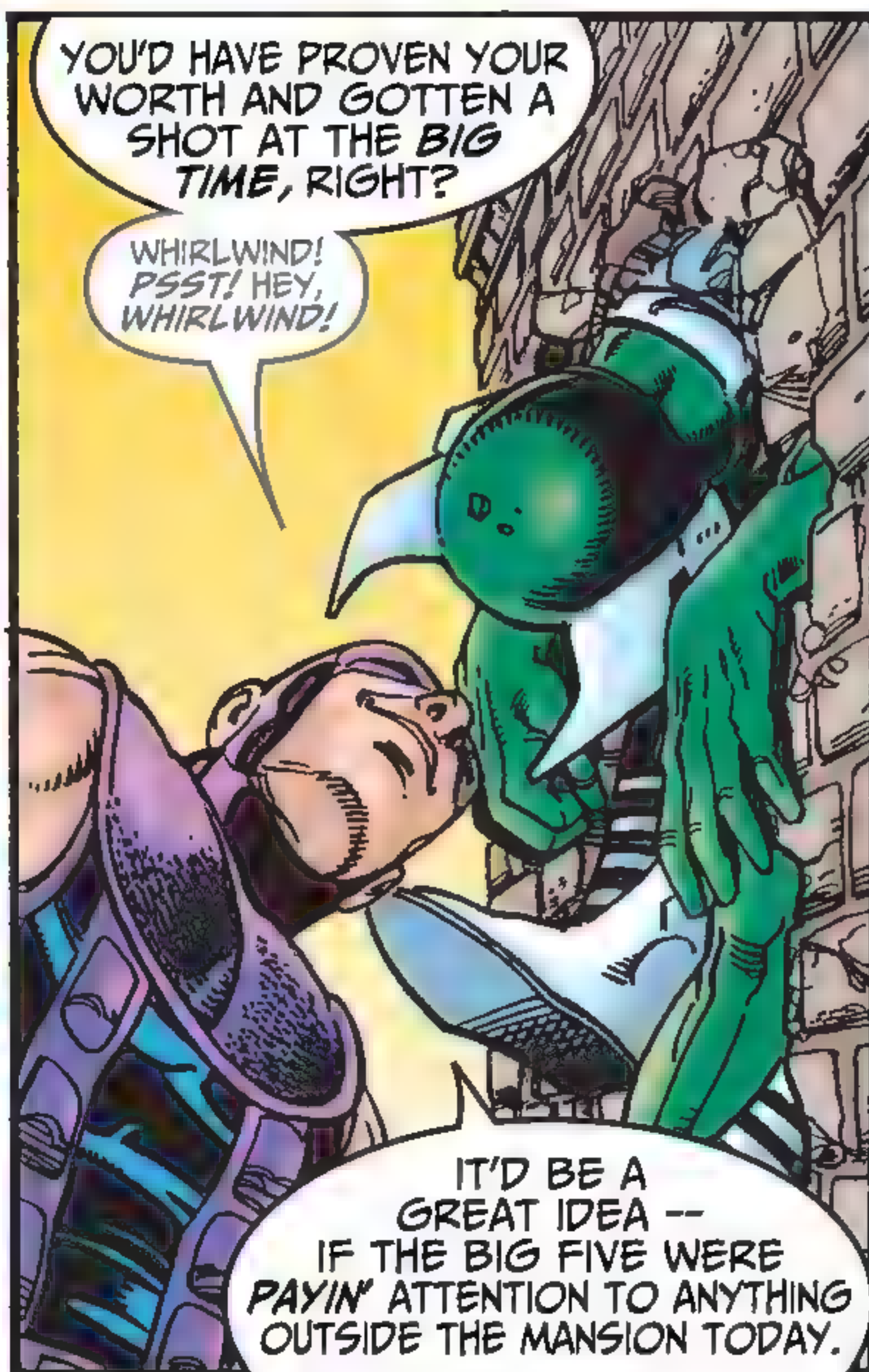
AND YOU TWO --
WELL, I GOTTA
SAY --

-- THAT'S
TALENT, ALL
RIGHT!



WELL, WE KNEW WE ONLY
GOT TO FIGHT ALONGSIDE
THE AVENGERS BY CHANCE
BEFORE, BUT WE'D
REALLY LIKE TO MAKE
THE TEAM --

-- SO WE
FIGURED, IF
WE BROUGHT IN
WHIRLWIND, HELPED
MAKE UP FOR HIM
GETTING AWAY
BEFORE --



YOU'D HAVE PROVEN YOUR
WORTH AND GOTTEN A
SHOT AT THE BIG
TIME, RIGHT?

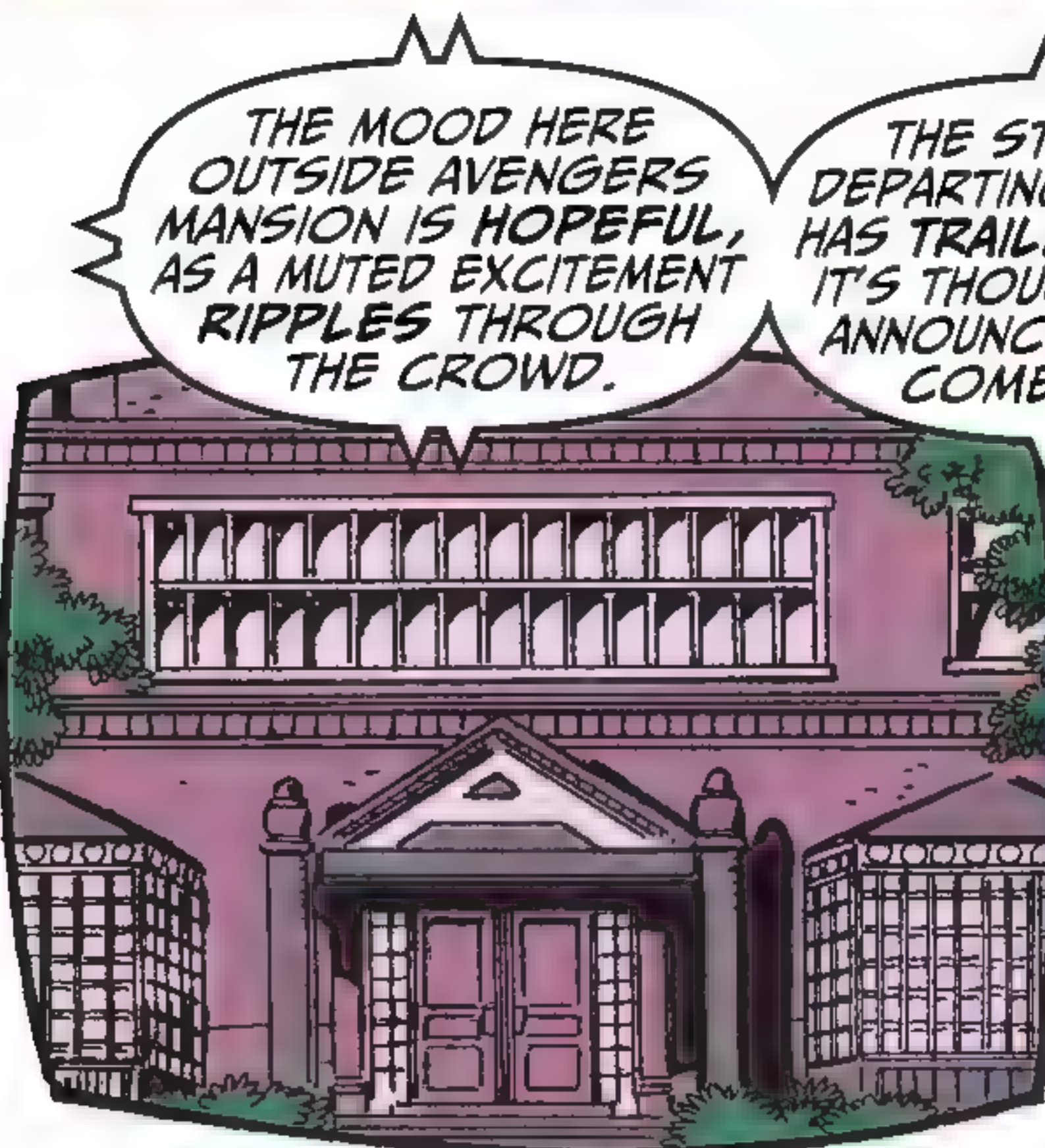
WHIRLWIND!
PSST! HEY,
WHIRLWIND!

IT'D BE A
GREAT IDEA --
IF THE BIG FIVE WERE
PAYIN' ATTENTION TO ANYTHING
OUTSIDE THE MANSION TODAY.

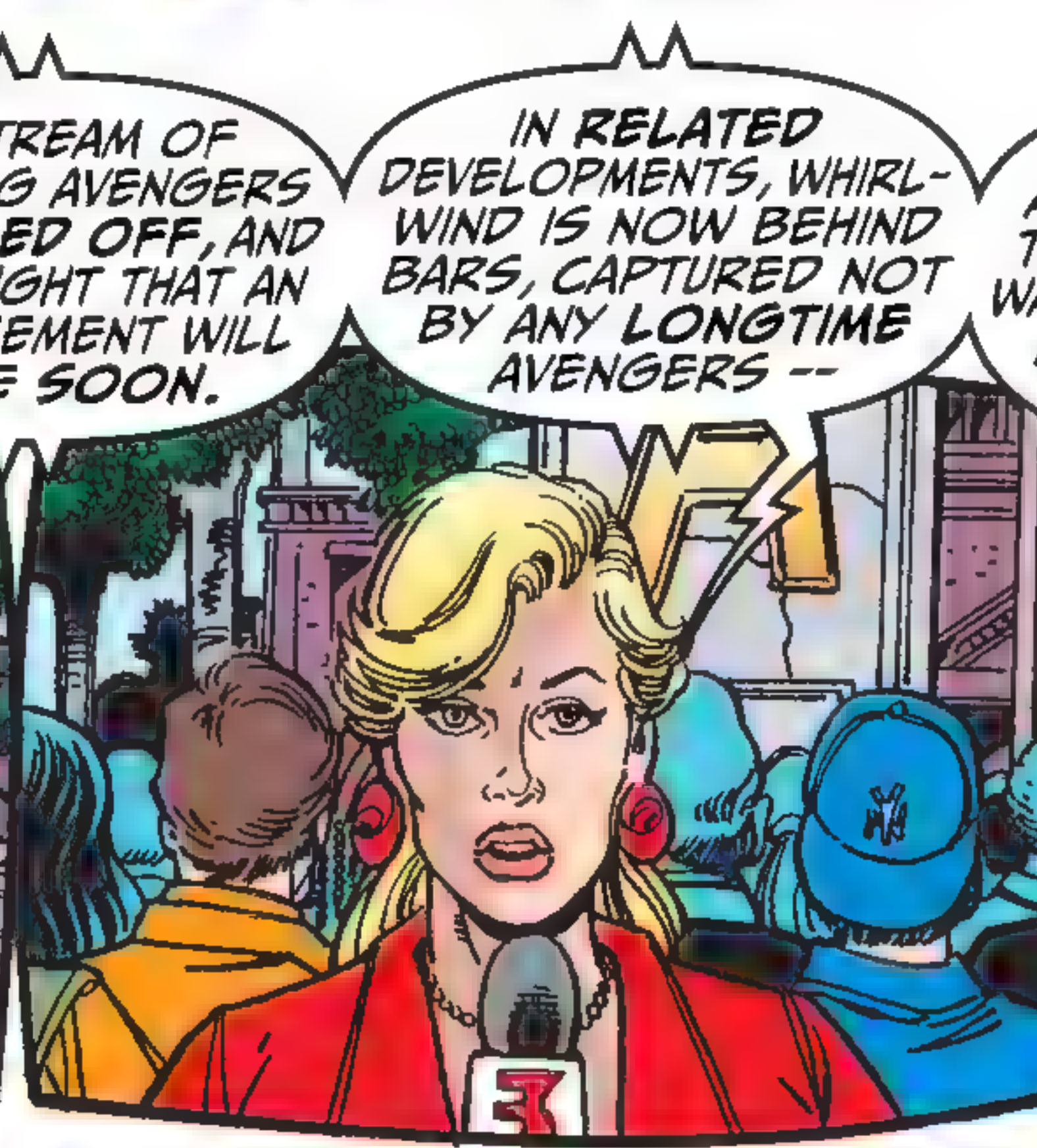


BUT AS IT
IS, YOU'D BE
FRESH OUTTA
LUCK --

-- EXCEPT,
O'COURSE, FOR
YOUR UNCLE
HAWKEYE--!

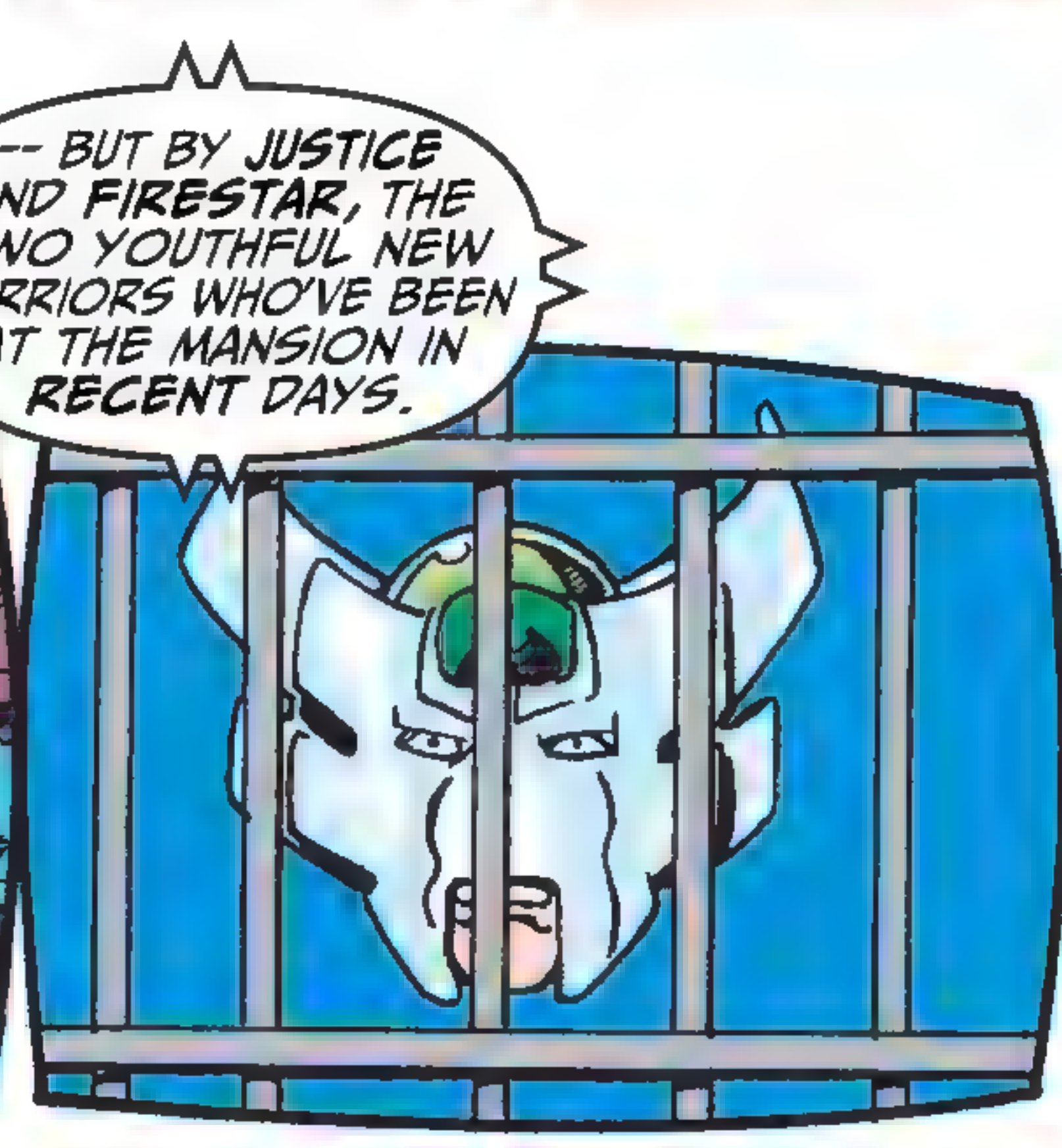


THE MOOD HERE
OUTSIDE AVENGERS
MANSION IS HOPEFUL,
AS A MUTED EXCITEMENT
RIPPLES THROUGH
THE CROWD.

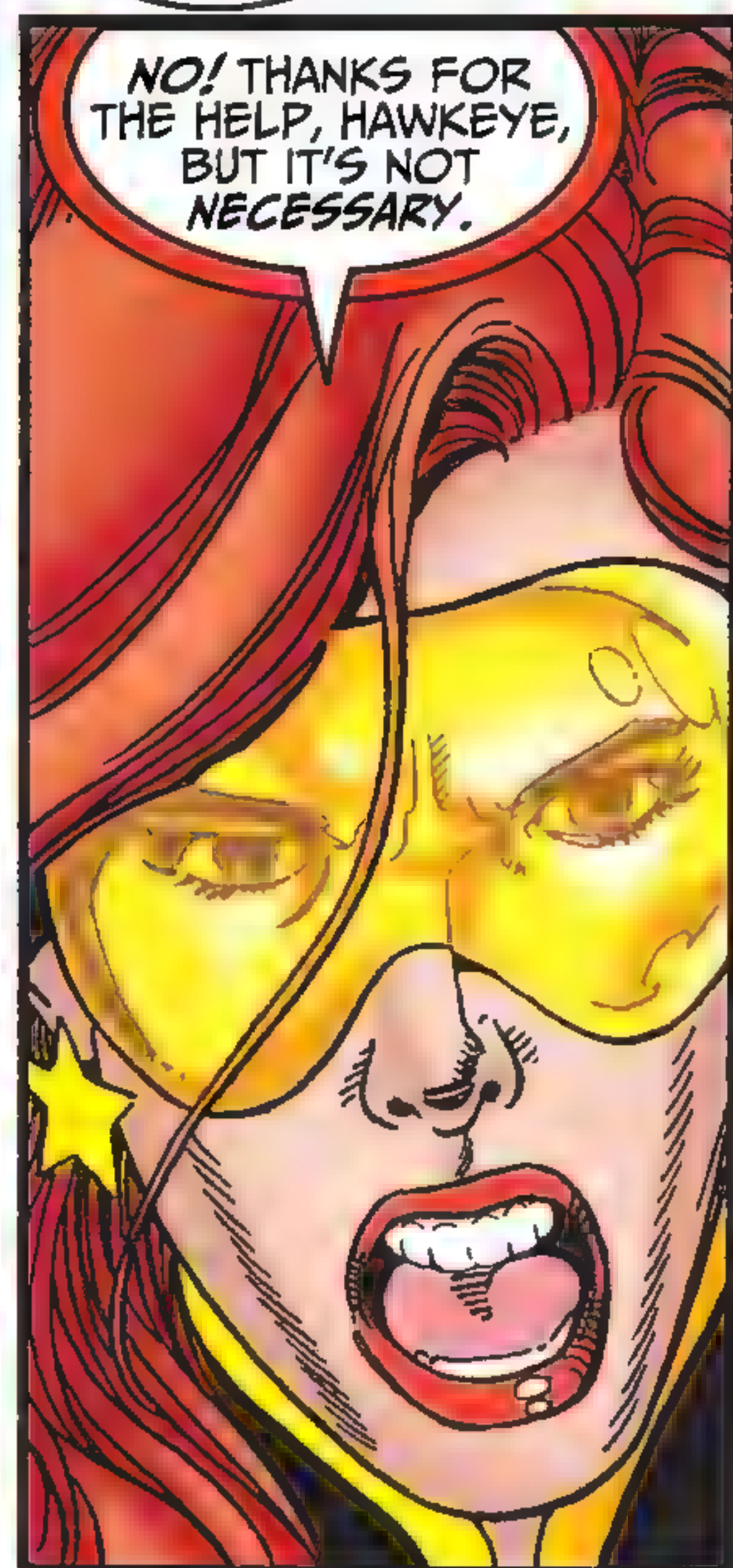


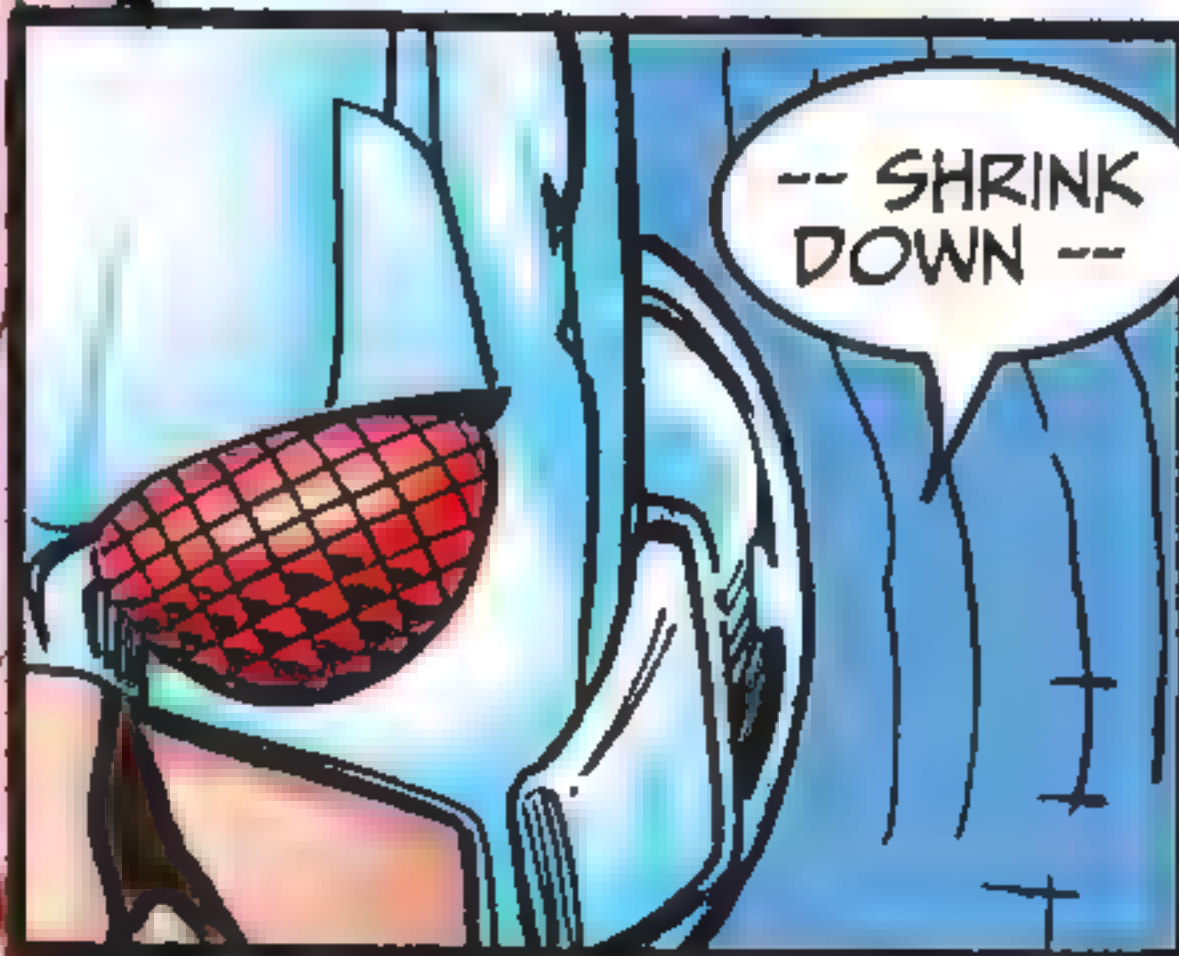
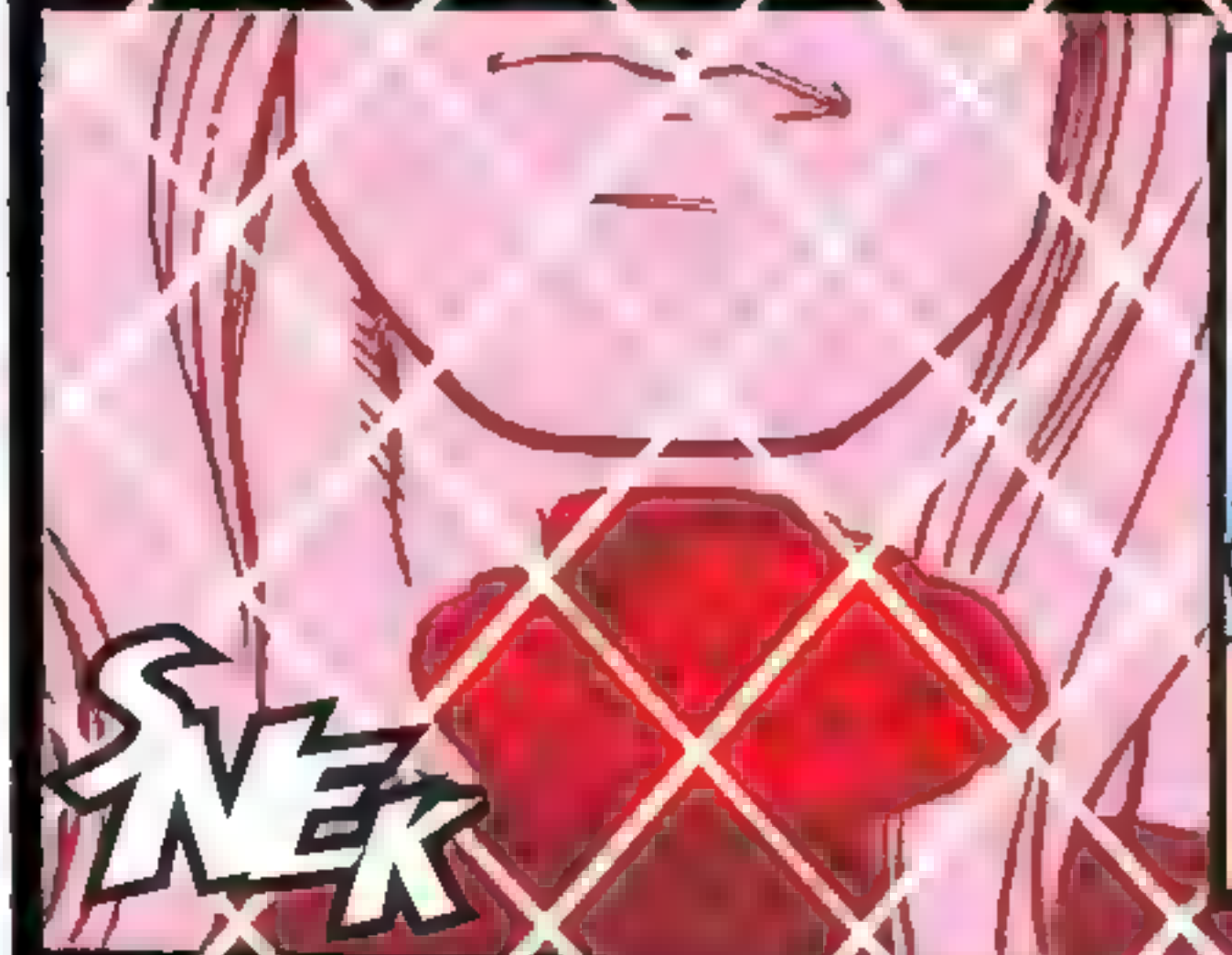
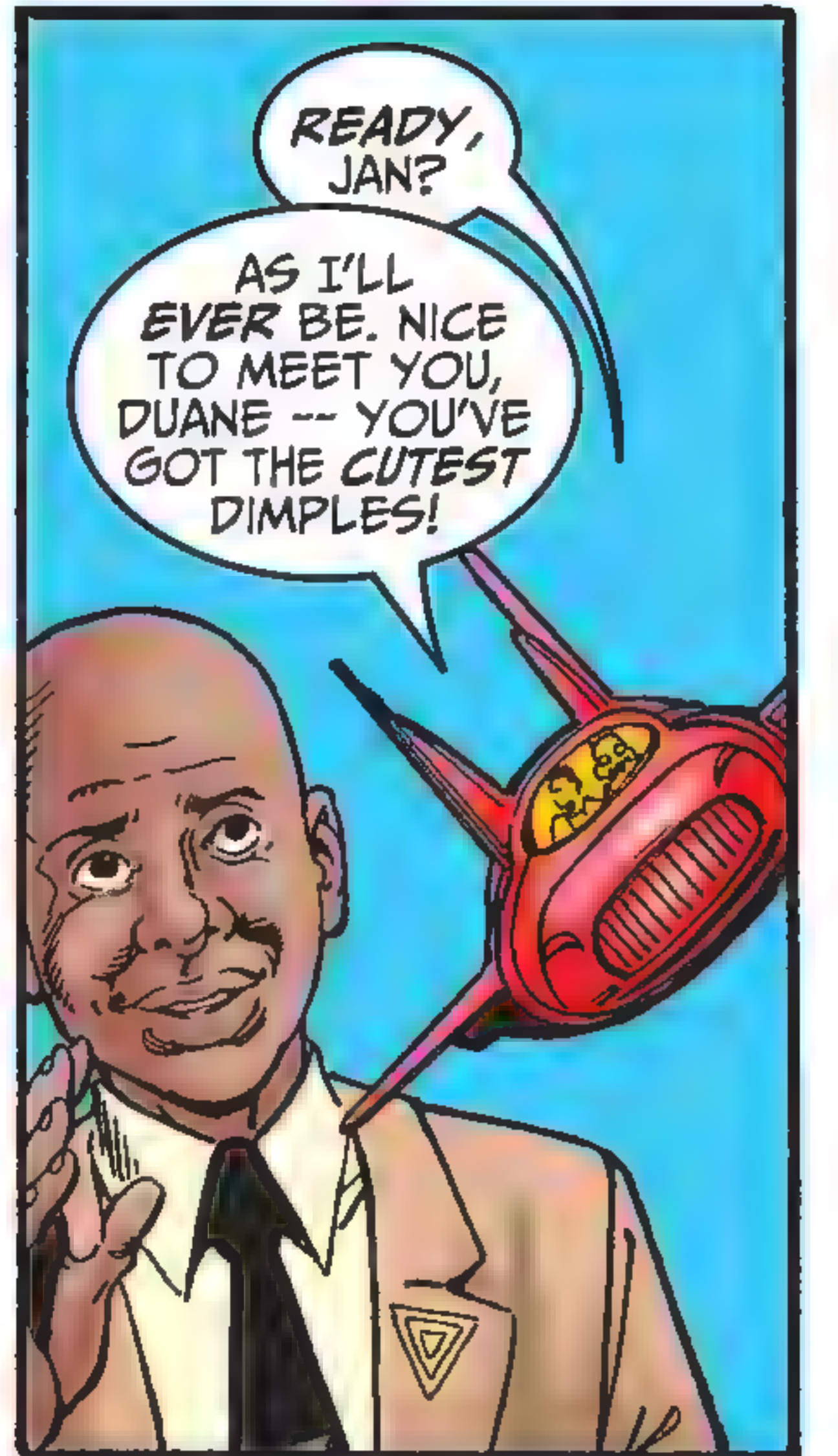
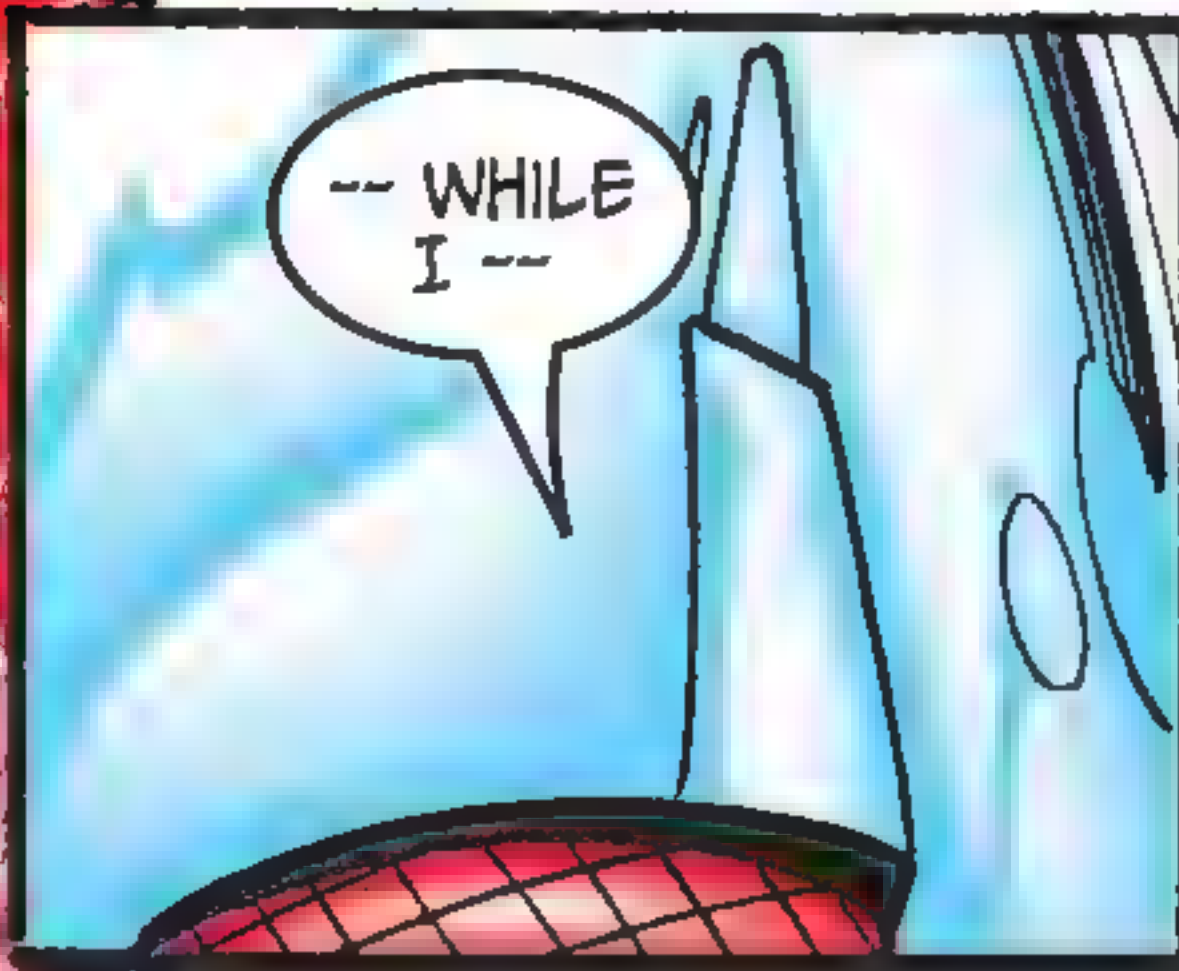
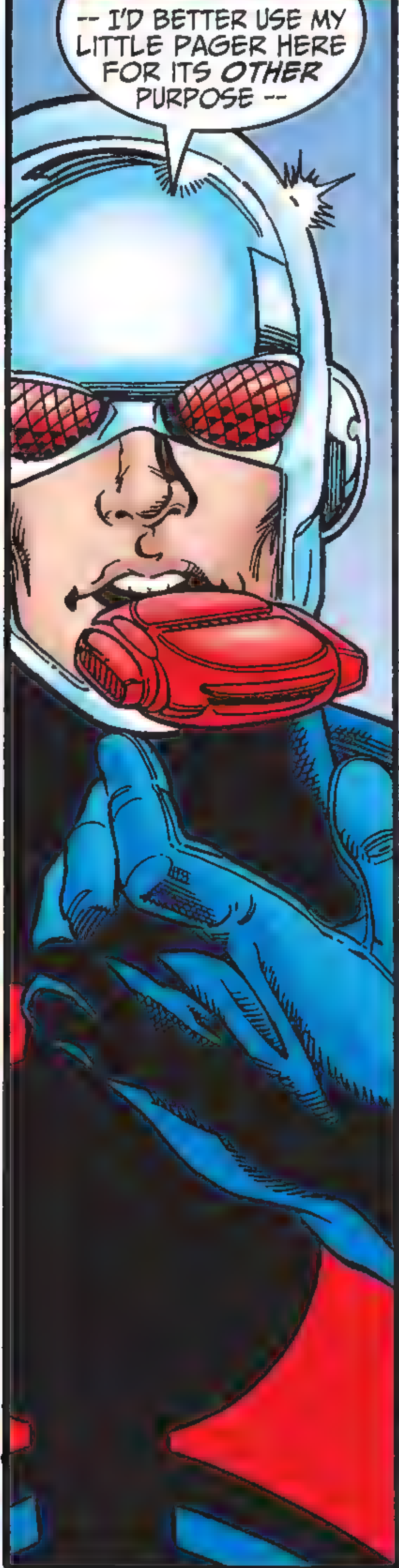
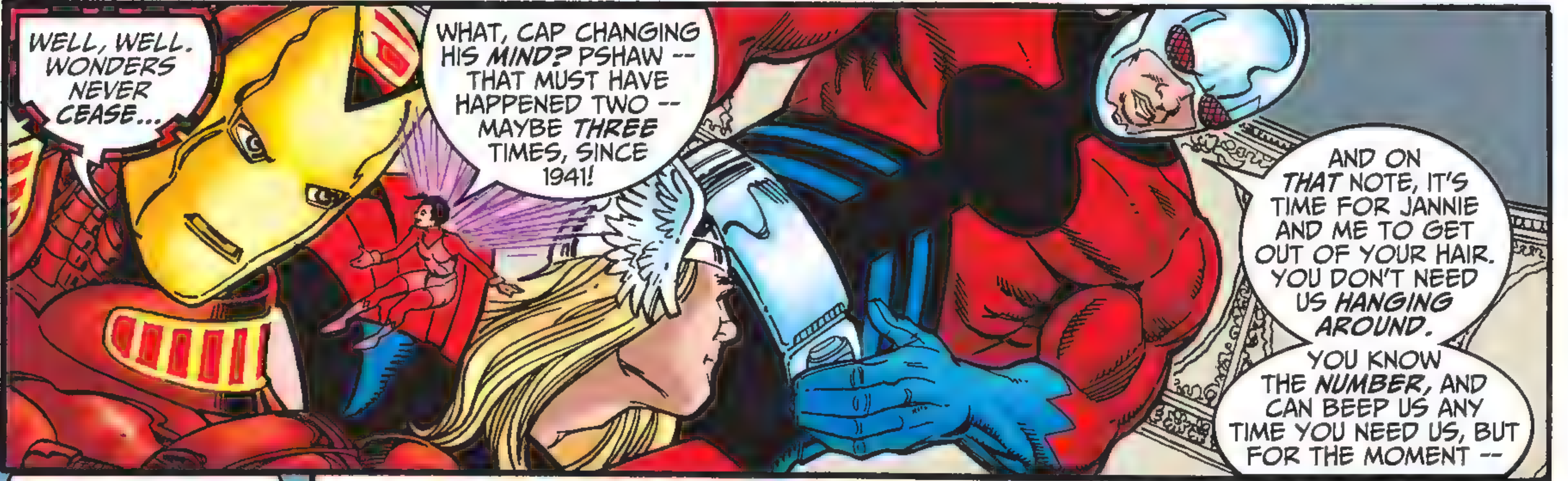
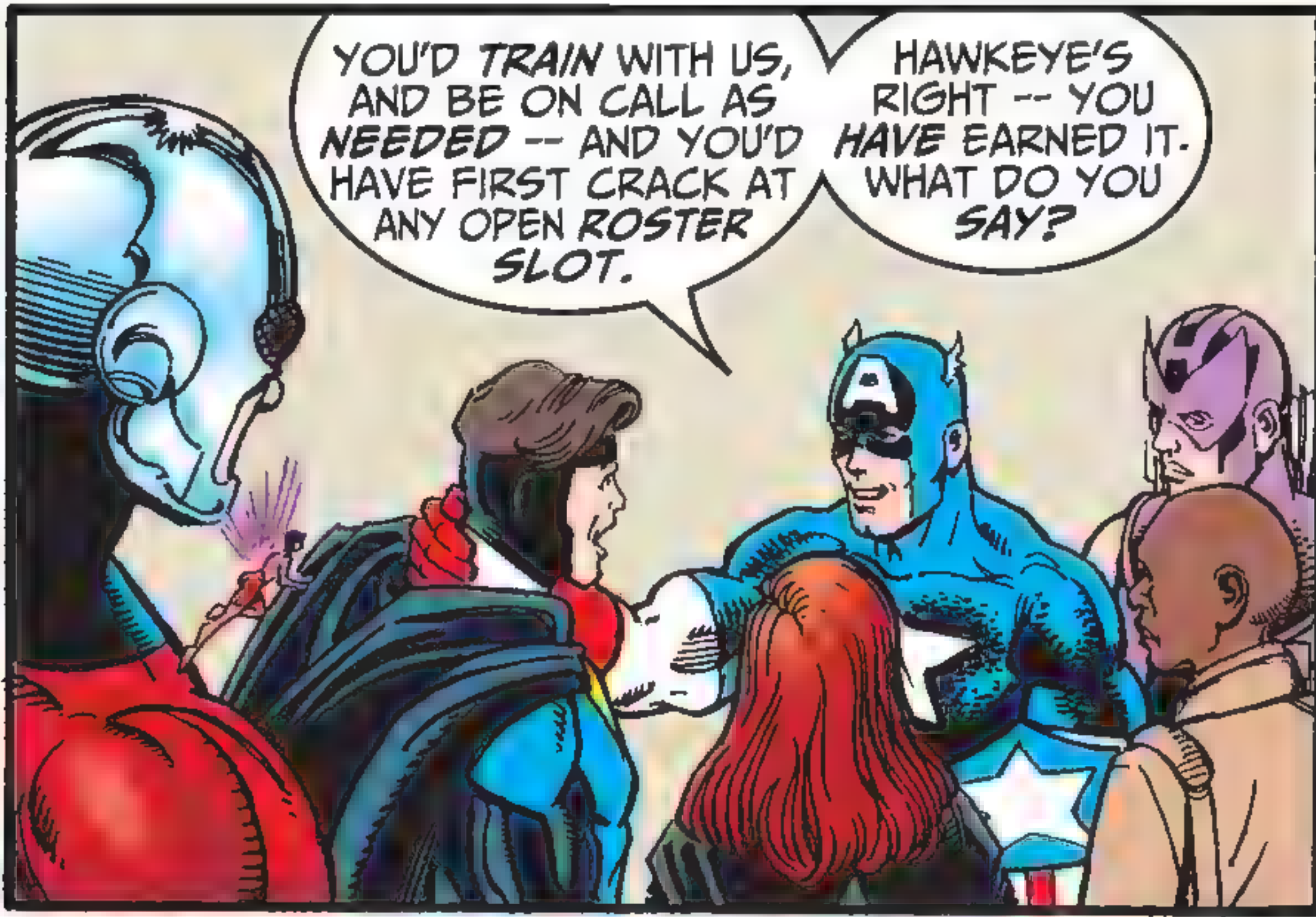
THE STREAM OF
DEPARTING AVENGERS
HAS TRAILED OFF, AND
IT'S THOUGHT THAT AN
ANNOUNCEMENT WILL
COME SOON.

IN RELATED
DEVELOPMENTS, WHIRL-
WIND IS NOW BEHIND
BARS, CAPTURED NOT
BY ANY LONGTIME
AVENGERS --

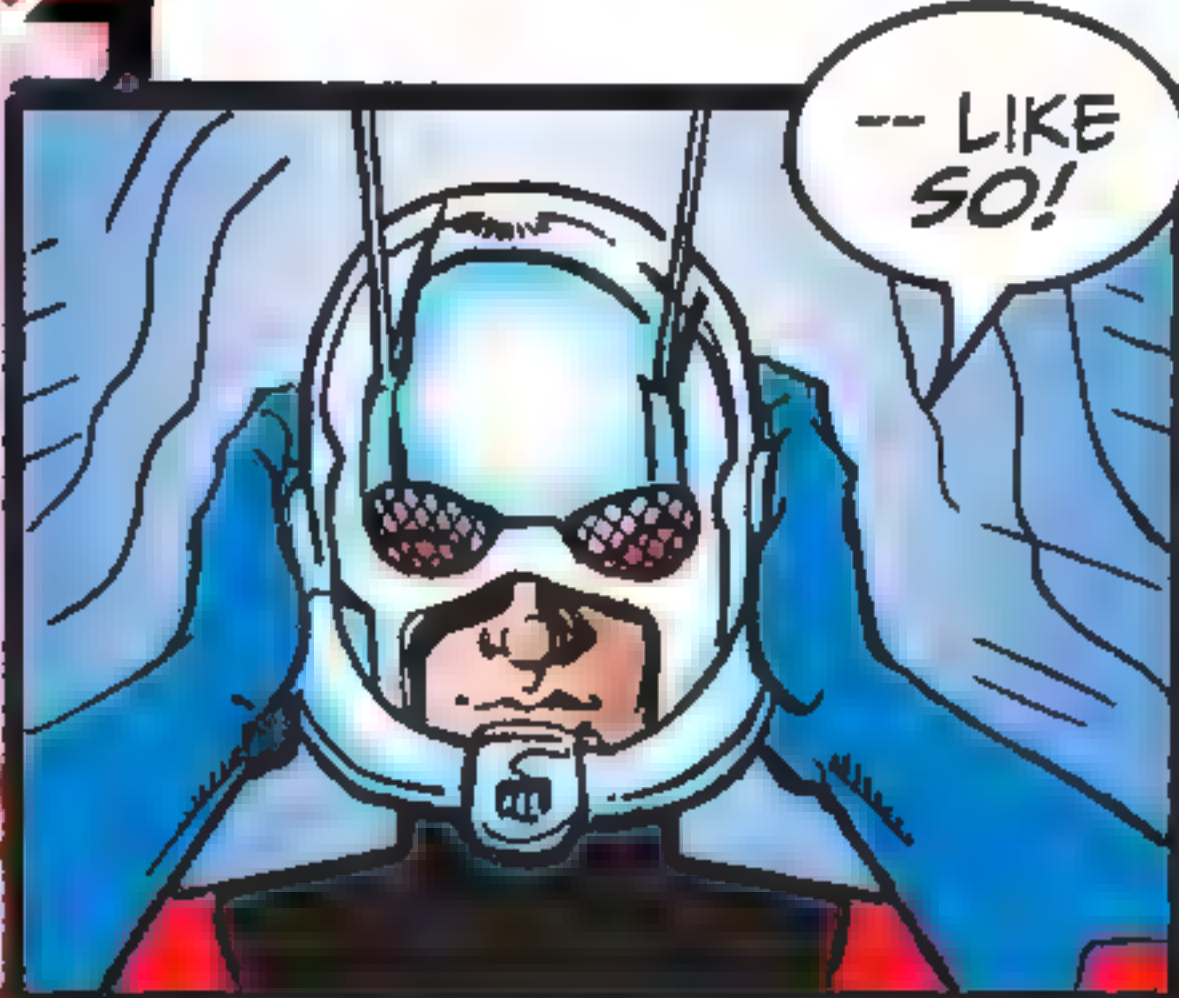
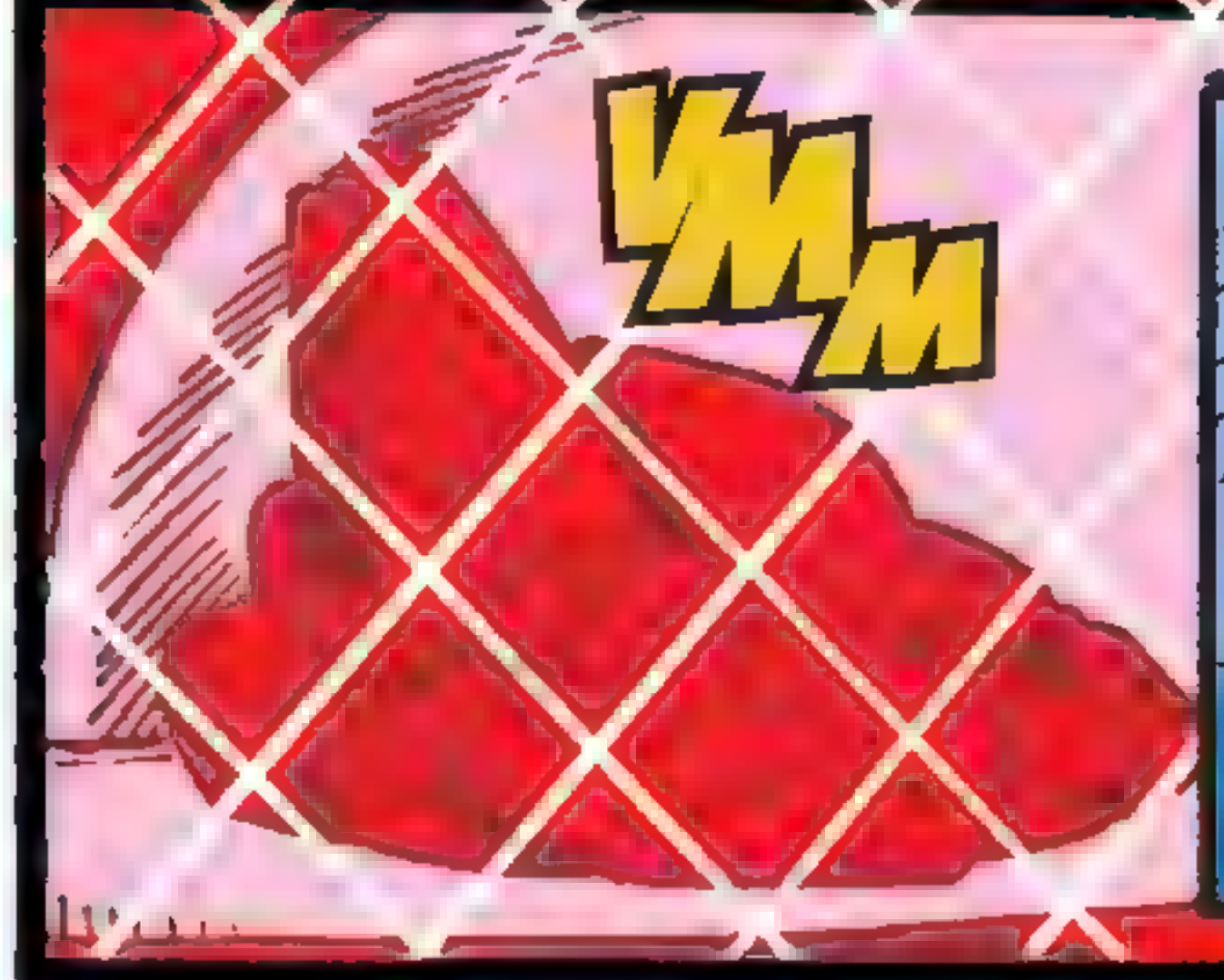
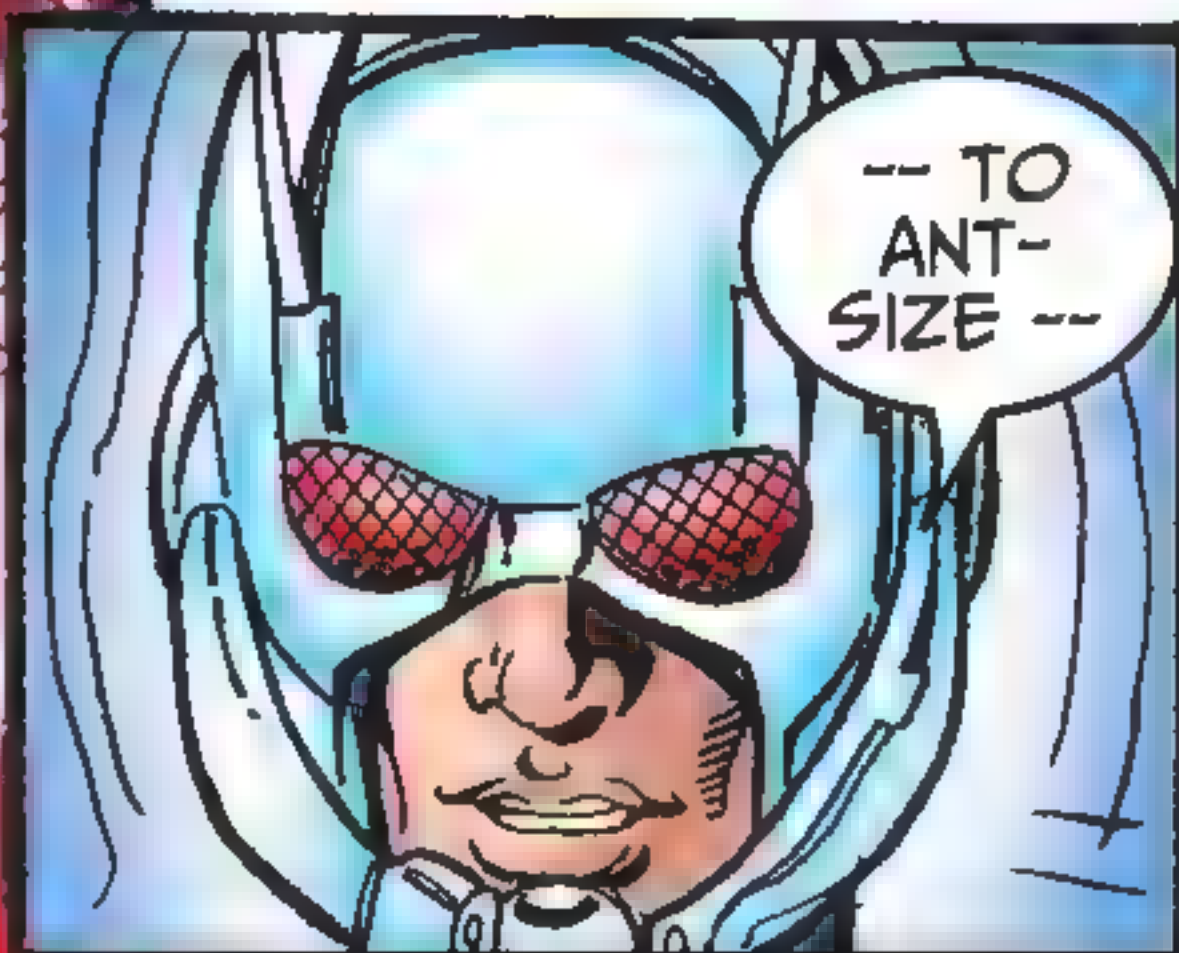
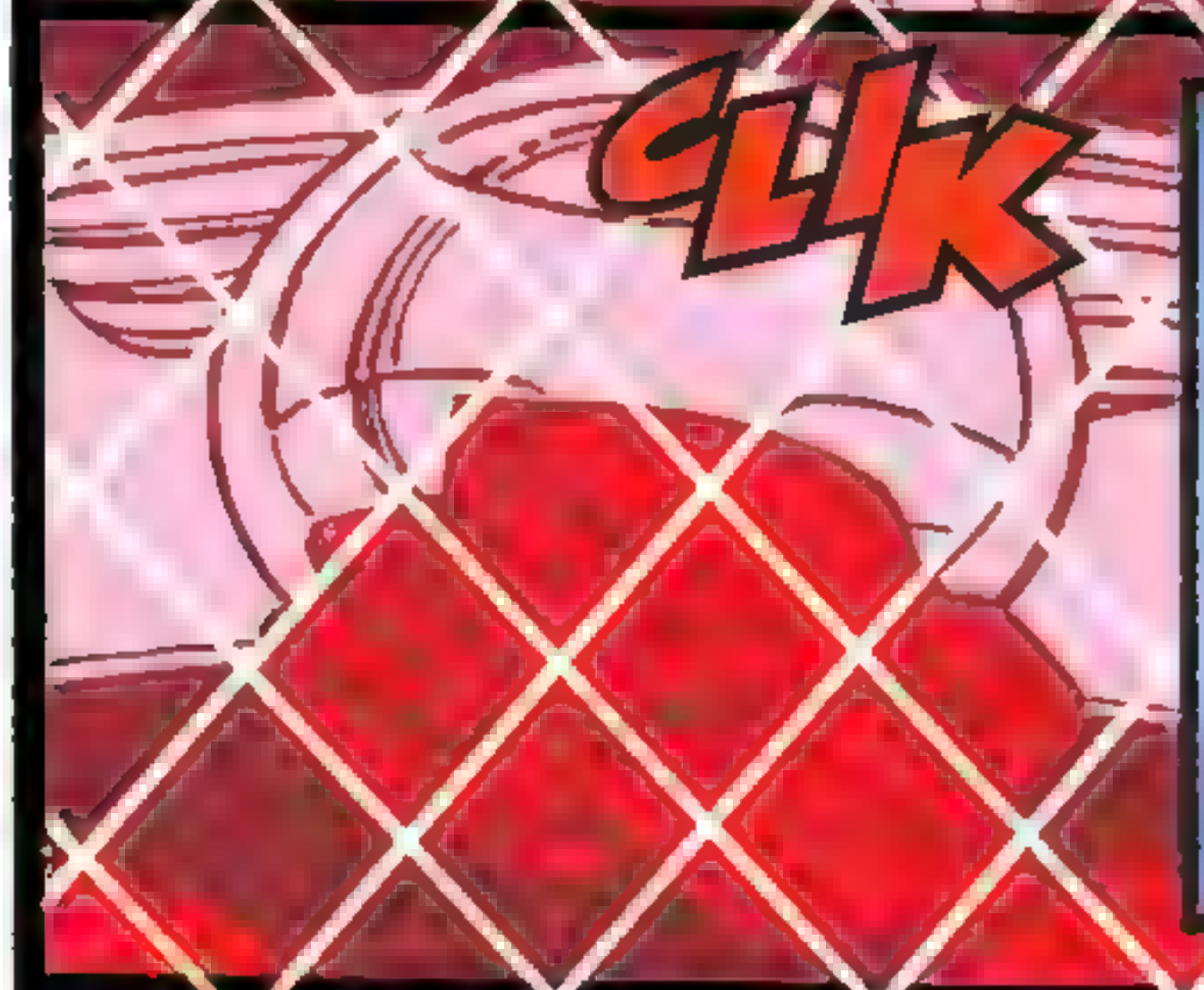


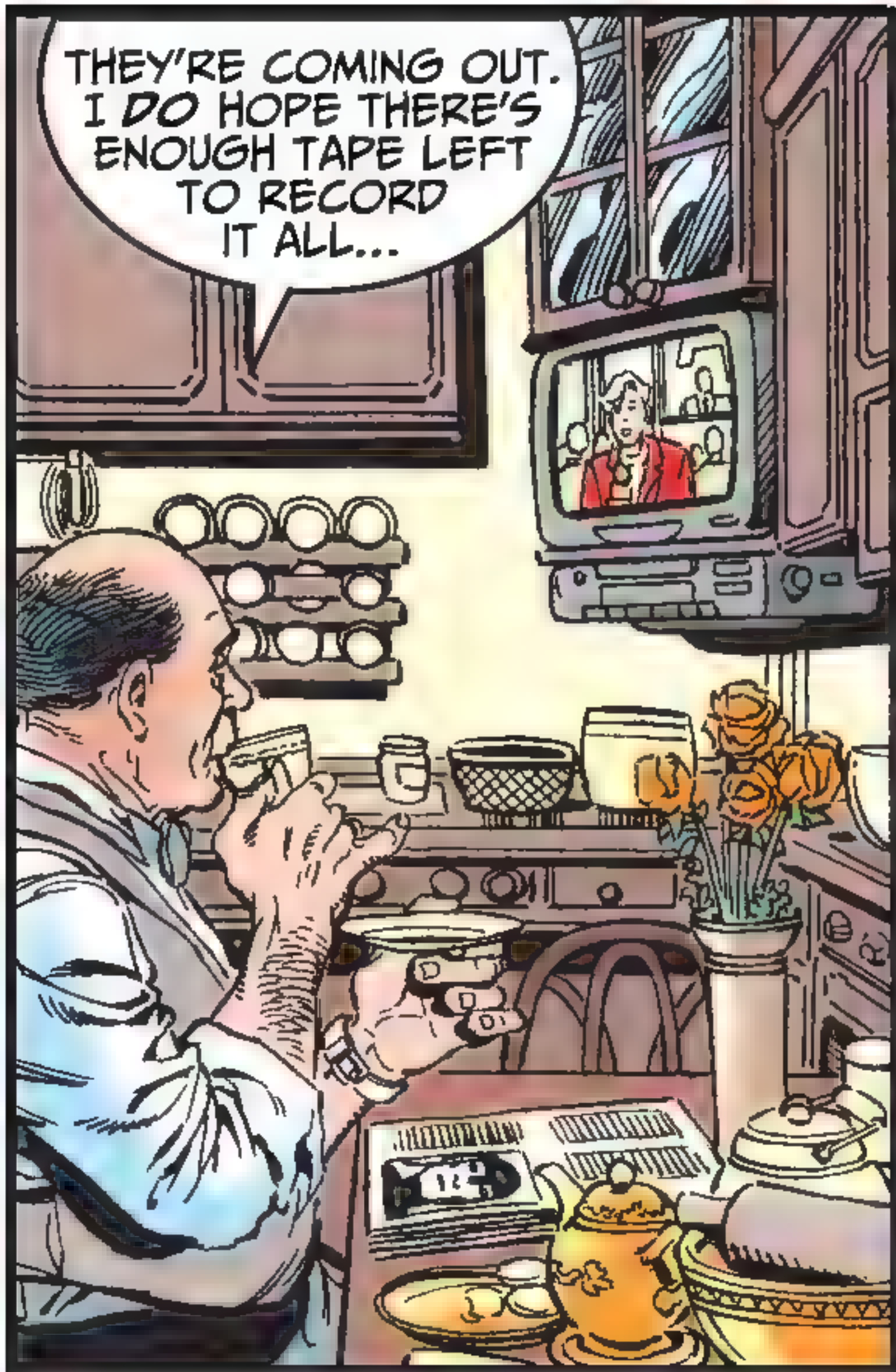
-- BUT BY JUSTICE
AND FIRESTAR, THE
TWO YOUTHFUL NEW
WARRIORS WHO'VE BEEN
AT THE MANSION IN
RECENT DAYS.



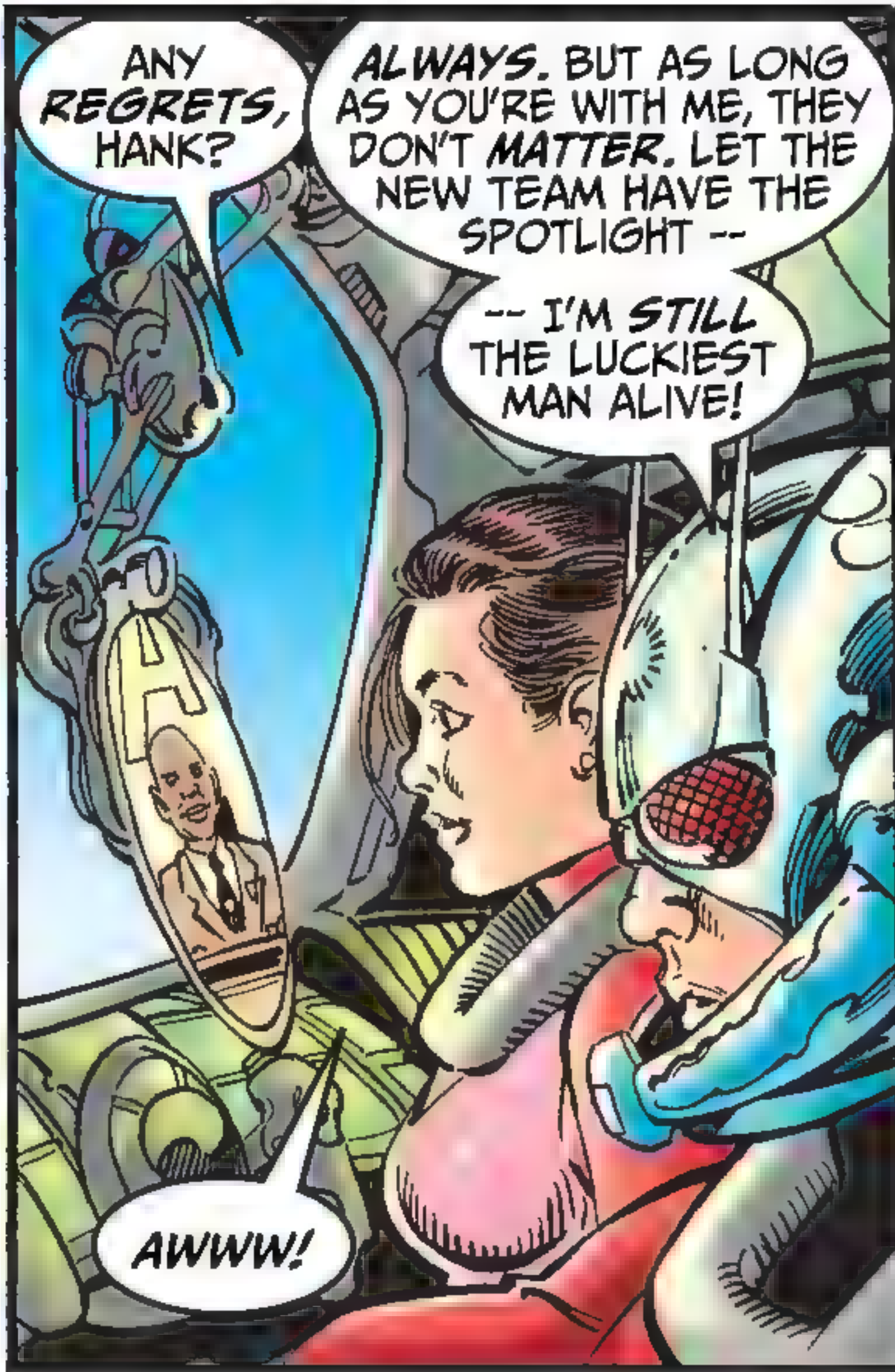


AND, ONCE THEY'VE GONE...





THEY'RE COMING OUT. I DO HOPE THERE'S ENOUGH TAPE LEFT TO RECORD IT ALL...



ANY REGRETS, HANK?

ALWAYS. BUT AS LONG AS YOU'RE WITH ME, THEY DON'T MATTER. LET THE NEW TEAM HAVE THE SPOTLIGHT --

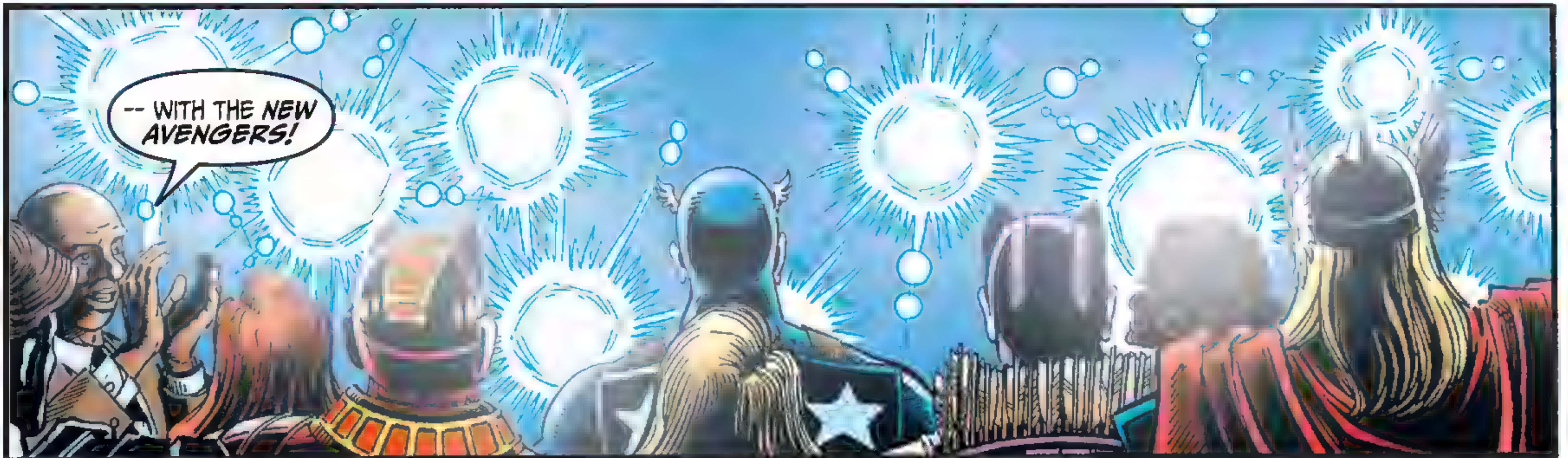
-- I'M STILL THE LUCKIEST MAN ALIVE!

AWWW!



GOOD EVENING, EVERYONE. I'M DUANE FREEMAN. BUT YOU DON'T CARE ABOUT THAT, AND WHY SHOULD YOU?

SO I'LL STOP BORING YOU, AND JUST SAY THAT I'M VERY, VERY PLEASED TO SHARE THIS STAGE --



-- WITH THE NEW AVENGERS!

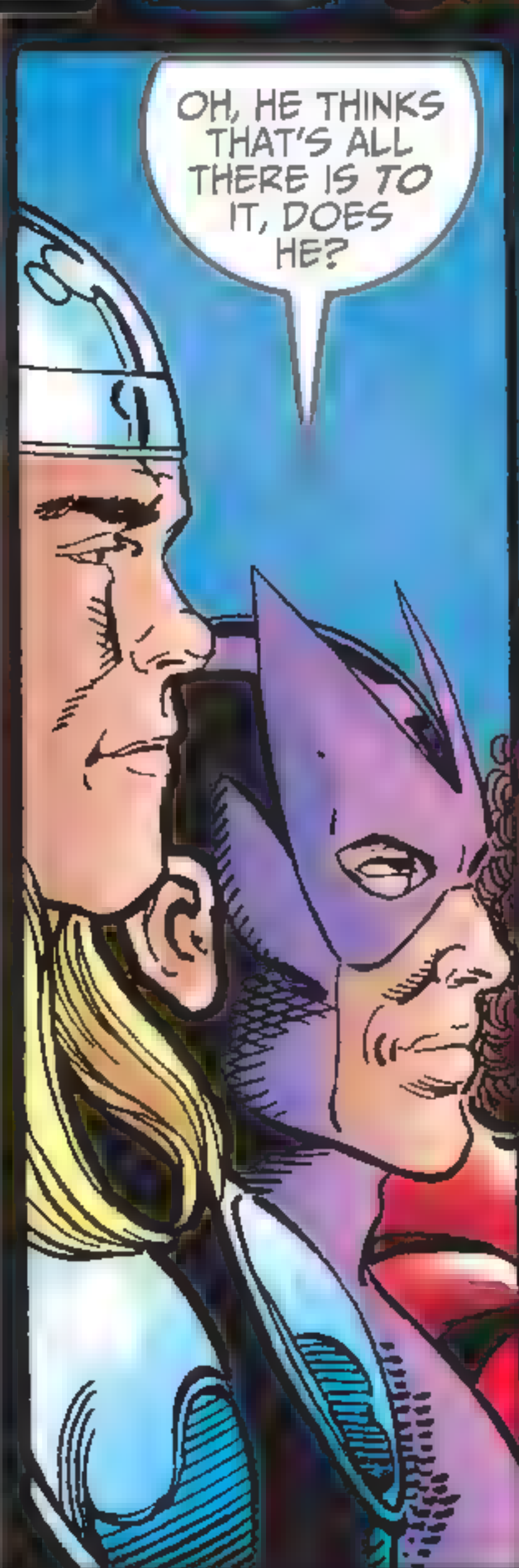


THANK YOU.

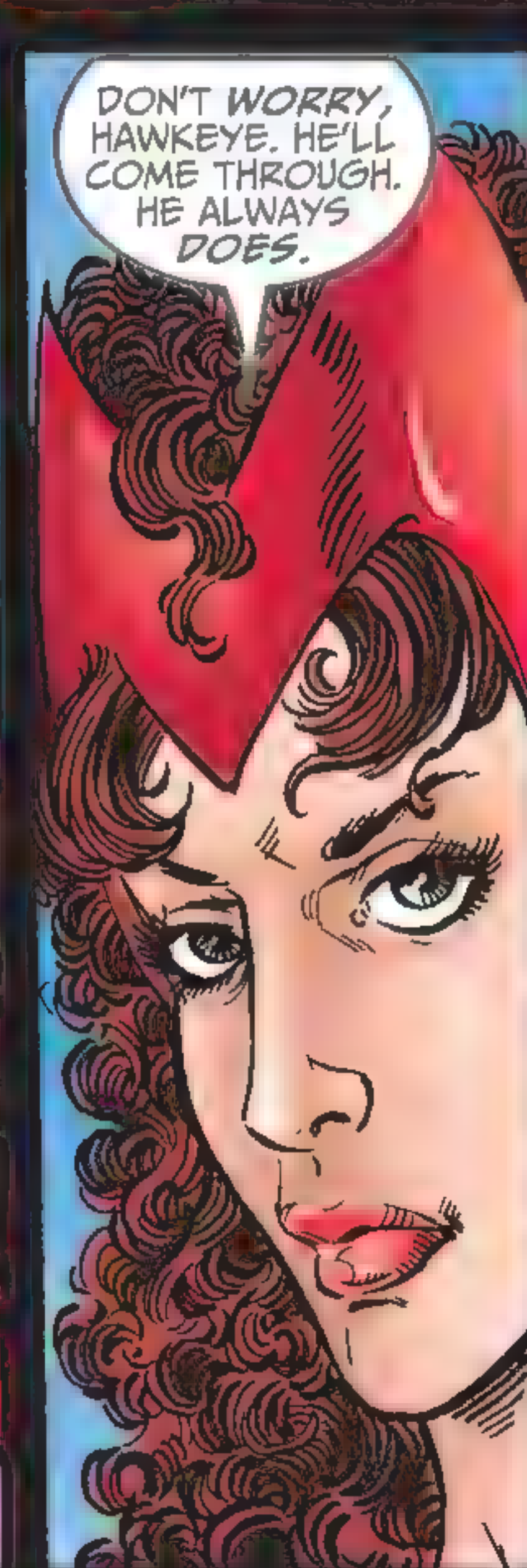
I'M PROUD OF YOUR TRUST IN US, AND HOPE WE'LL SERVE YOU WELL. THE NEW AVENGERS WILL BE MYSELF, IRON MAN AND THOR --

-- THE VISION, THE SCARLET WITCH, HAWKEYE AND, AH, WARBIRO, WHO WAS ONE OF US BEFORE AS MS. MARVEL --

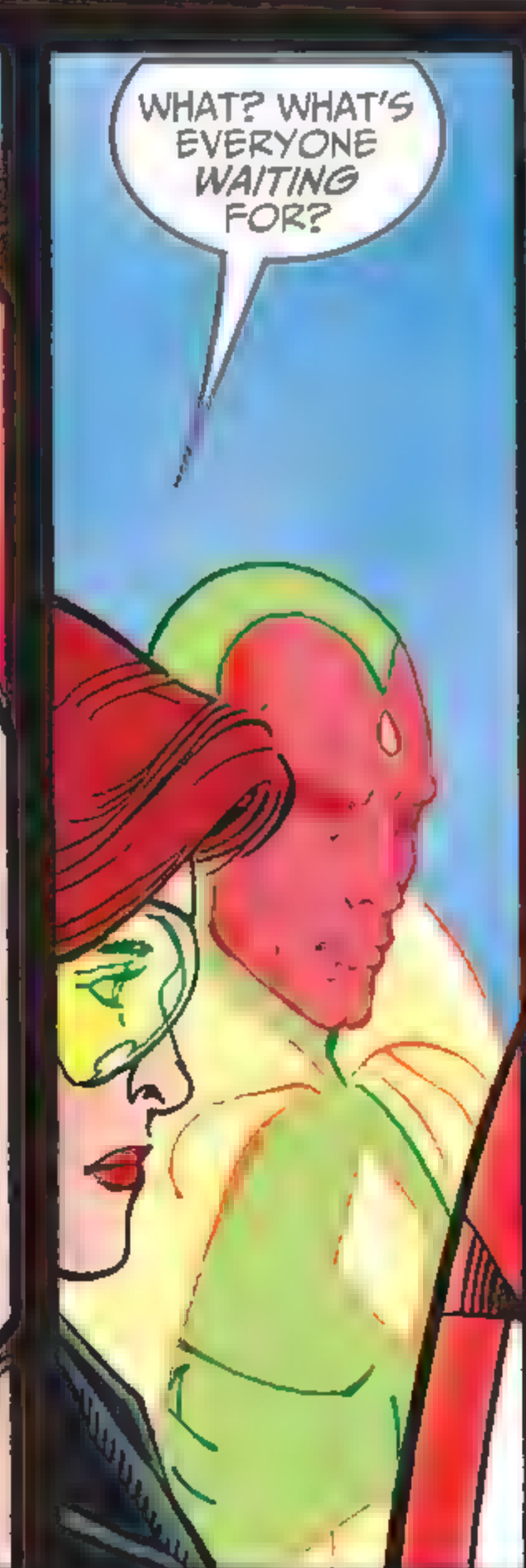
-- AND OUR TWO RESERVE MEMBERS, JUSTICE AND FIRESTAR. NOW, IF THERE ARE ANY QUESTIONS...



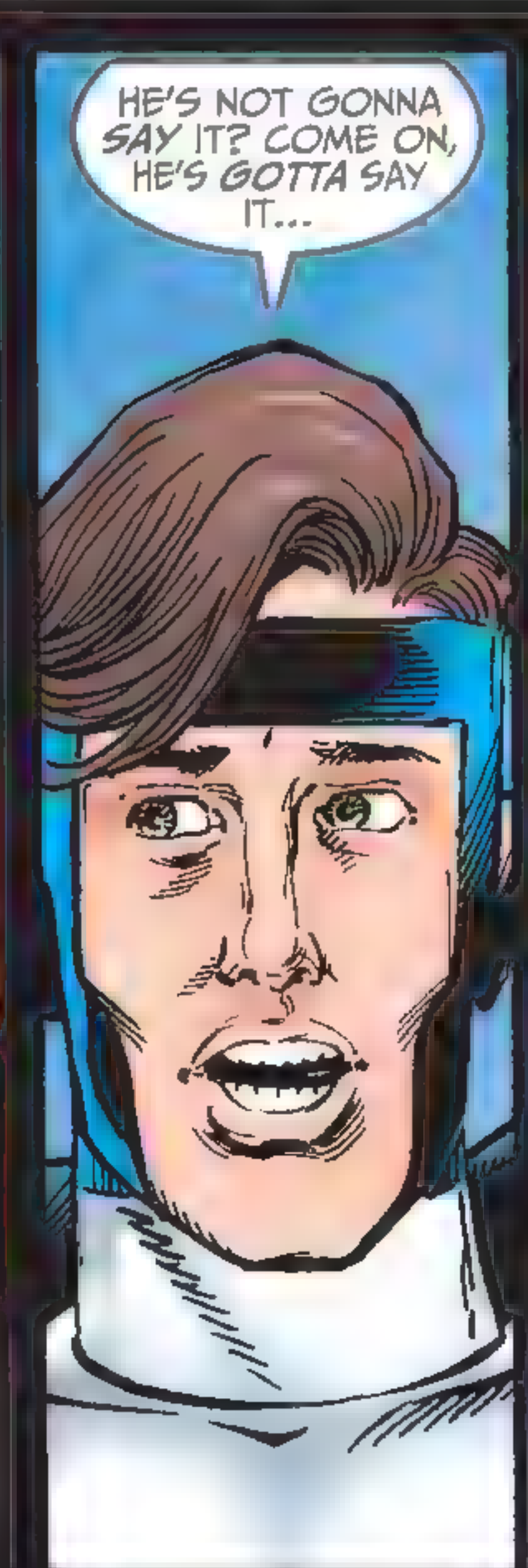
OH, HE THINKS THAT'S ALL THERE IS TO IT, DOES HE?



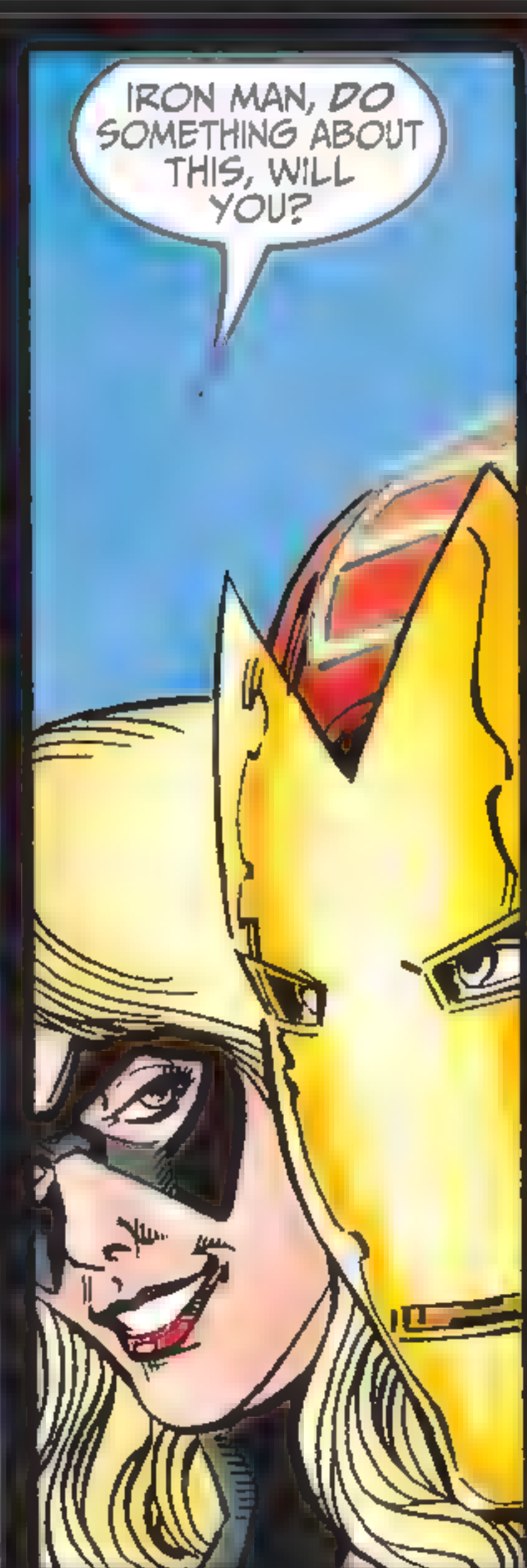
DON'T WORRY, HAWKEYE. HE'LL COME THROUGH. HE ALWAYS DOES.



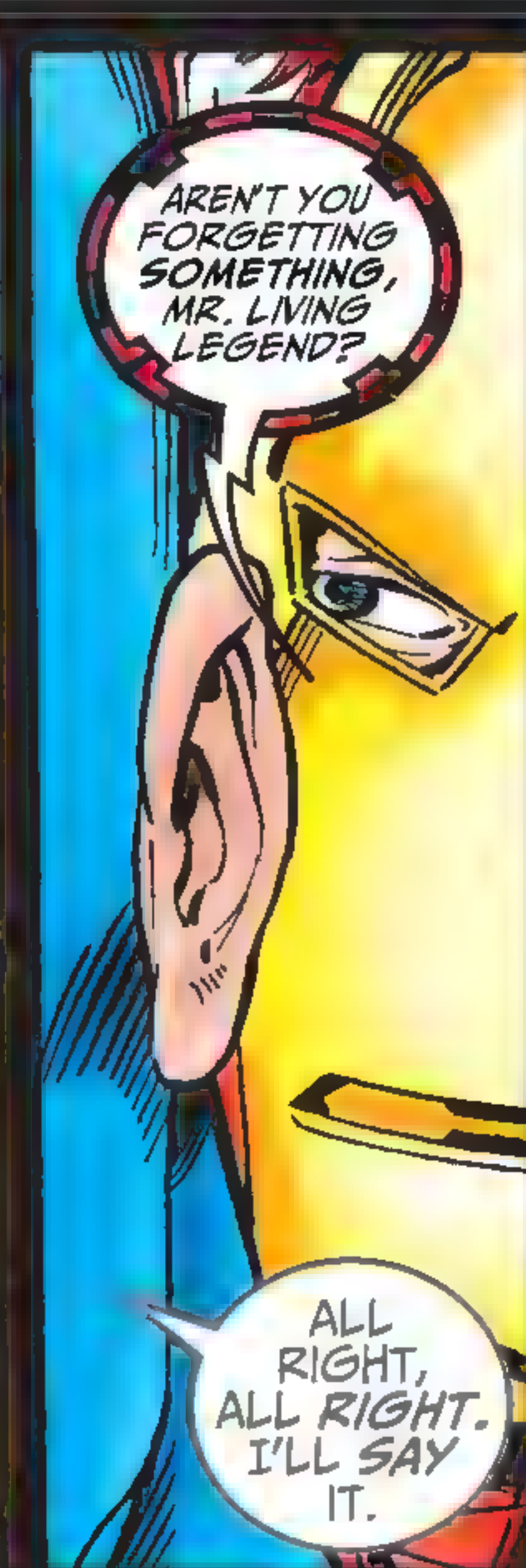
WHAT? WHAT'S EVERYONE WAITING FOR?



HE'S NOT GONNA SAY IT? COME ON, HE'S GOTTA SAY IT...

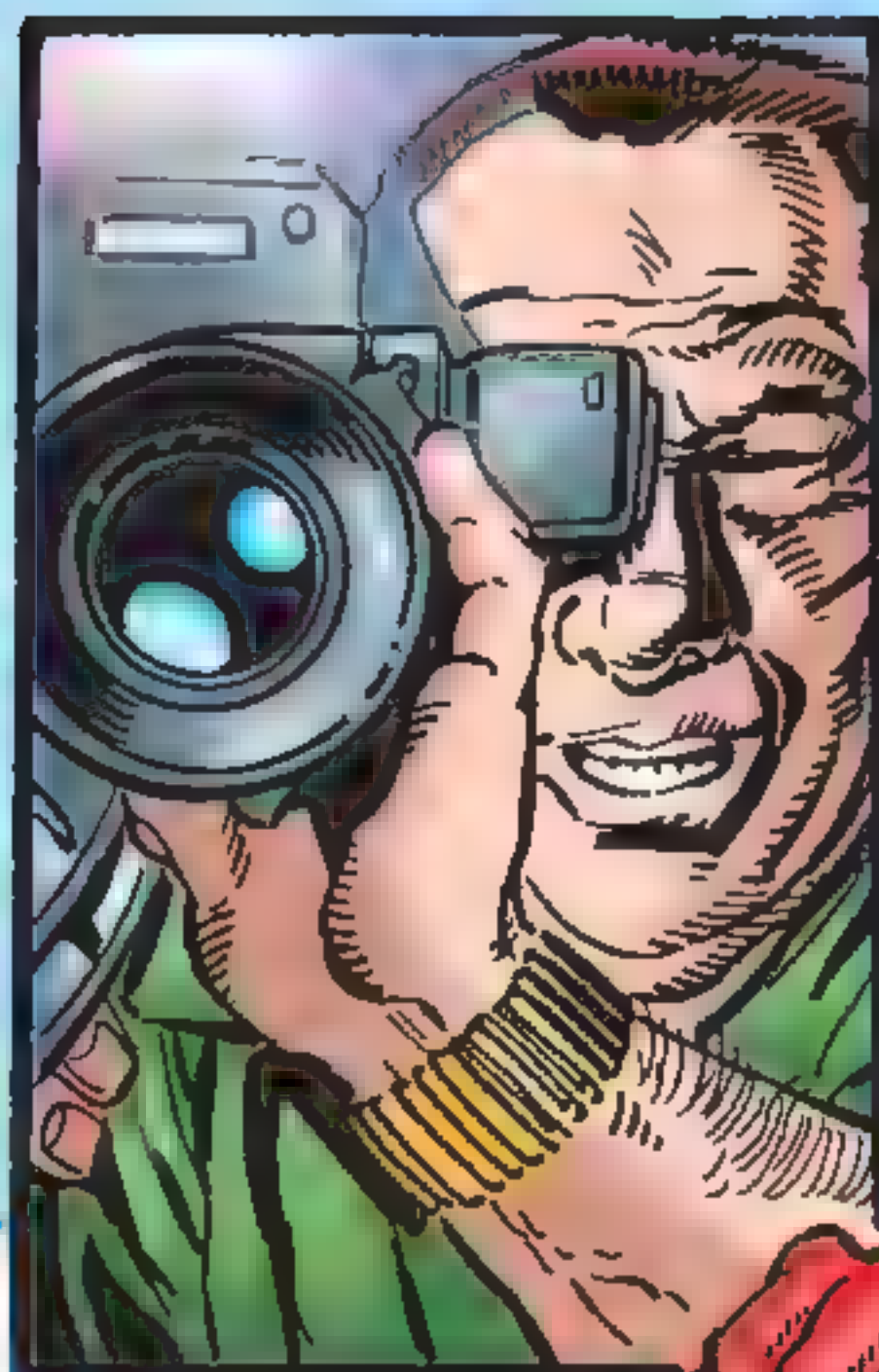


IRON MAN, DO SOMETHING ABOUT THIS, WILL YOU?



AREN'T YOU FORGETTING SOMETHING, MR. LIVING LEGEND?

ALL RIGHT, ALL RIGHT. I'LL SAY IT.



I GOT IT, I GOT IT. IRIS IN ON CAP, THEN PULL OUT TO INCLUDE THE OTHERS --

-- AS HE SAYS --

AVENGERS ASSEMBLE!



AND THE CROWD GOES WILD --!



MARVEL
COMICS



JUN
#5

APPROVED
BY THE
COMICS
CODE
AUTHORITY

YOU'RE NOT
EARTH'S MIGHTIEST HEROES,

AVENGERS!
WE ARE!



SUDDENLY... THE
SQUADRON
SUPREME!

ROSIEK • PÉREZ • VEY

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AVENGERS MANSION,
HOME TO
EARTH'S
MIGHTIEST
HEROES...

...AND A SIGHT
BECOMING ONCE
AGAIN FAMILIAR TO
NEW YORKERS,
AFTER TOO LONG
AN ABSENCE...

HO,
FRIEND JARVIS!
GOOD MORROW TO
YOU -- I TRUST ALL
GOES WELL
WITHIN?

WHY
THANK YOU,
MASTER THOR!
YES, EVERYTHING'S
FINE -- I WAS
JUST HEADED
OUT TO THE
MAILBOX.

AND I MUST
SAY, IT'S A DELIGHT TO HAVE THE
MANSION SO ACTIVE ONCE MORE,
SO FULL OF LIFE.

HAVE YOU HAD
ANY LUCK IN FINDING THE
ASGARDIANS?*

ALAS,
SUCCESS IS
NOT YET MINE.
ALL THAT I HAVE
ACCOMPLISHED
THUS FAR IS TO
RETRIEVE CERTAIN
ARTIFACTS OF
THE REALM
ETERNAL --

*MISSING SINCE JOURNEY
INTO MYSTERY #514 -- TOM.

-- SUCH AS THE CASK
OF ANCIENT WINTERS,
WHICH I DID FIND IN
THE WILDS OF
MINNESOTA.

IT'S --
BEAUTIFUL,
THOR! SUCH
WORKMANSHIP,
SUCH DESIGN --
BUT I FEAR
IT'S SLIGHTLY
TARNISHED.

I WONDER -- MIGHT I POLISH
IT UP, AND PUT IT IN ONE OF THE
DISPLAY CASES IN THE
UPSTAIRS HALL?

I'D BE QUITE
CAREFUL, AND --

I CAN THINK OF
NO MORE TRUSTWORTHY
GUARDIAN FOR IT. MERELY BE
CAUTIOUS THAT THE CASK
DOETH NOT OPEN --

-- LEST
THE WORLD BE
BLANKETED ONCE
MORE IN A NEW
ICE AGE.

ICE
AGE--!

AH -- I HAVE
STARTLED THEE, AND
CAUSED THEE TO
SPILL THY LETTERS.



ALLOW ME TO MAKE AMENDS BY--

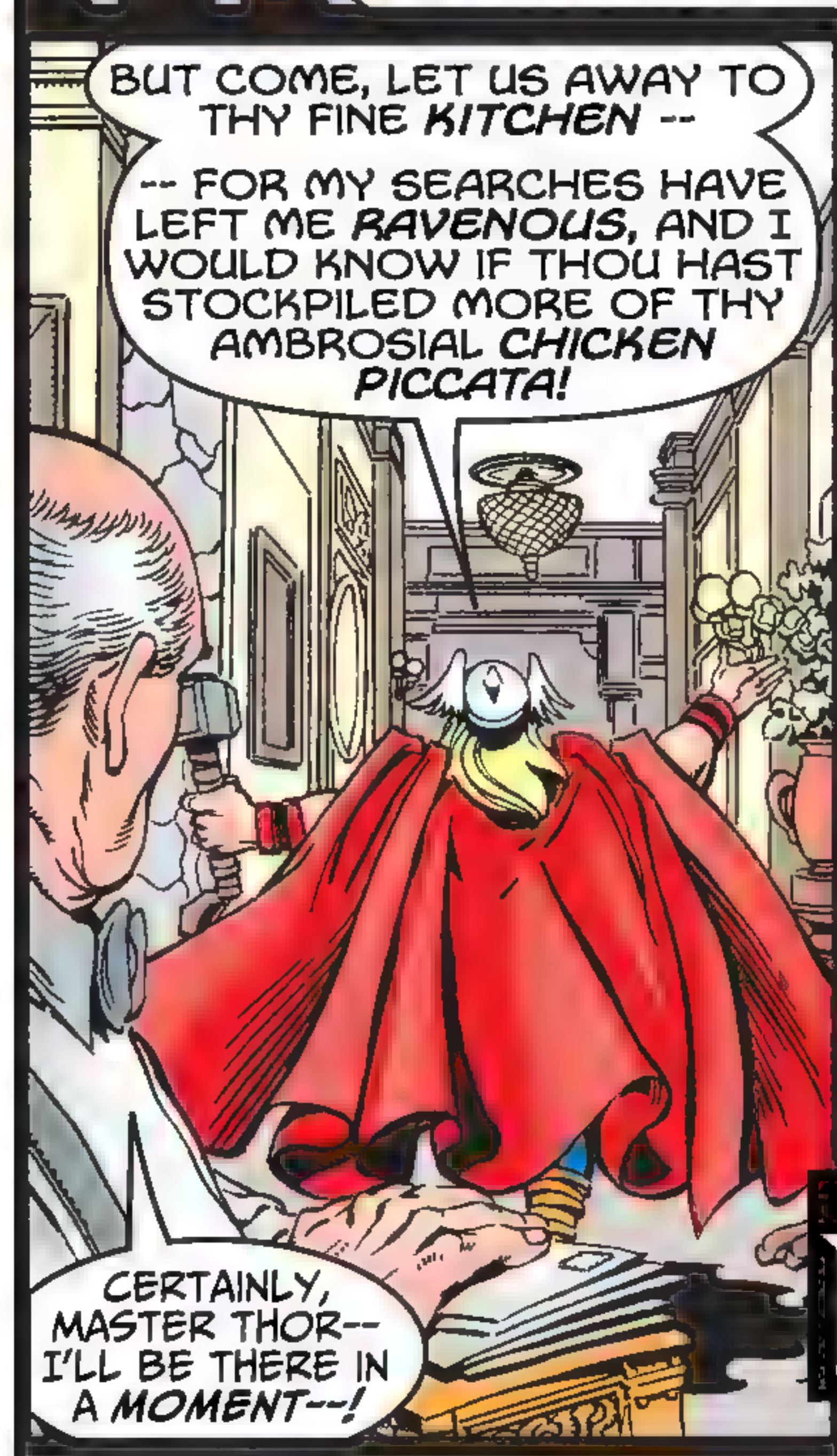
HM? THIS MISSION BE ADDRESSED TO THE SOUTH AMERICAN NATION OF COSTA VERDE -- I HAVE TRAVELED THERE, IN TIMES PAST.



DOES SOMETHING THERE CONCERN THE AVENGERS--?

NO, NO, THOR -- NOT AT ALL. IT'S A PERSONAL MATTER -- NOT AVENGERS BUSINESS IN THE SLIGHTEST.

MY APOLOGIES ONCE AGAIN, FRIEND JARVIS -- I DID NOT INTEND TO PRY.



BUT COME, LET US AWAY TO THY FINE KITCHEN --

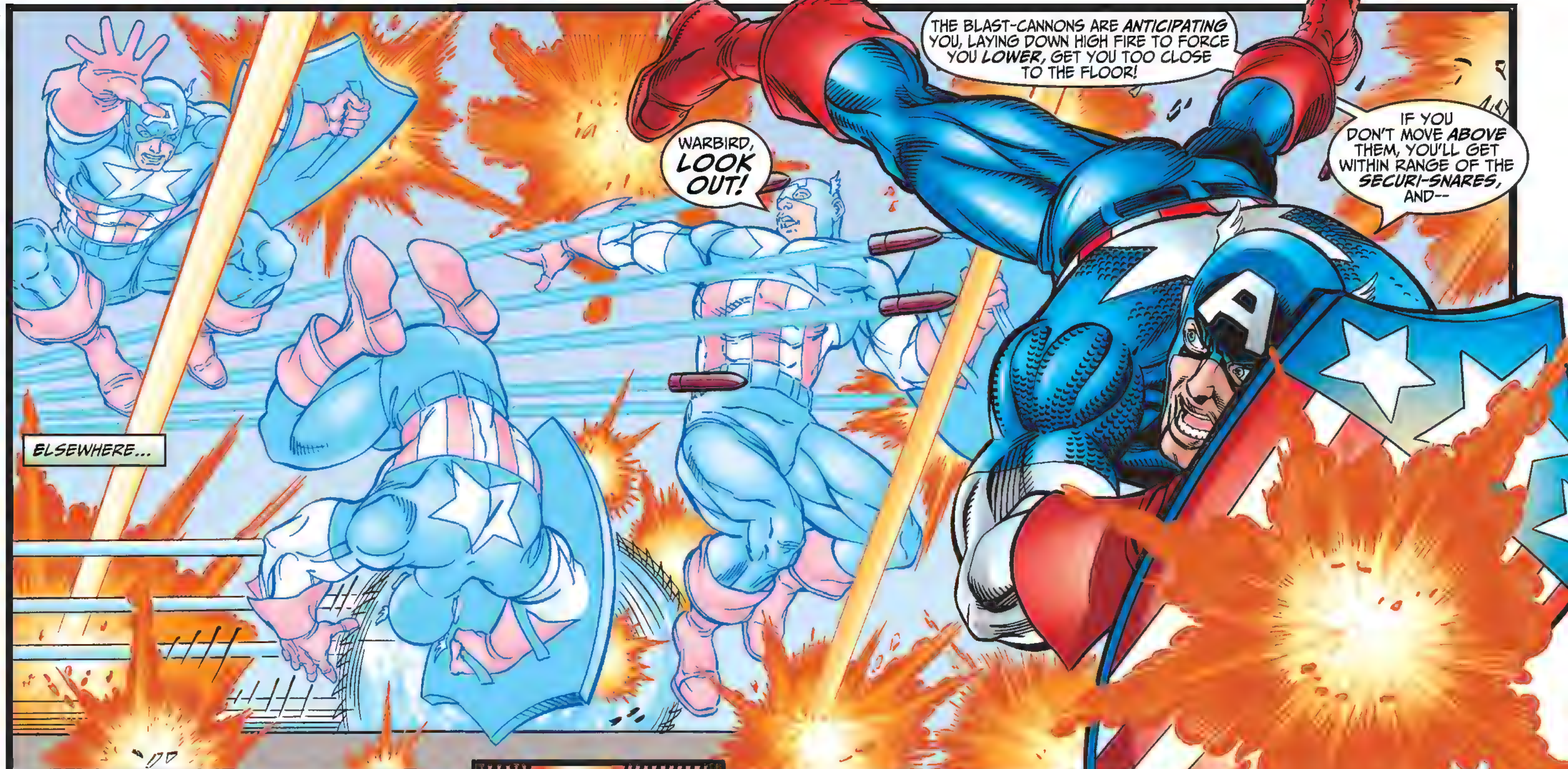
-- FOR MY SEARCHES HAVE LEFT ME RAVENOUS, AND I WOULD KNOW IF THOU HAST STOCKPILED MORE OF THY AMBROSIAL CHICKEN PICCATA!

CERTAINLY, MASTER THOR-- I'LL BE THERE IN A MOMENT--!

A QUIET BEGINNING, IT'S TRUE, BUT THE PEACE WON'T LAST LONG, AS THE MIGHTY AVENGERS FIND THEMSELVES THE TARGETS OF...

AVENGERS: THE MOST FUL

KURT BUSLEK by GEORGE PEREZ
A STAN LEE PRESENTATION!

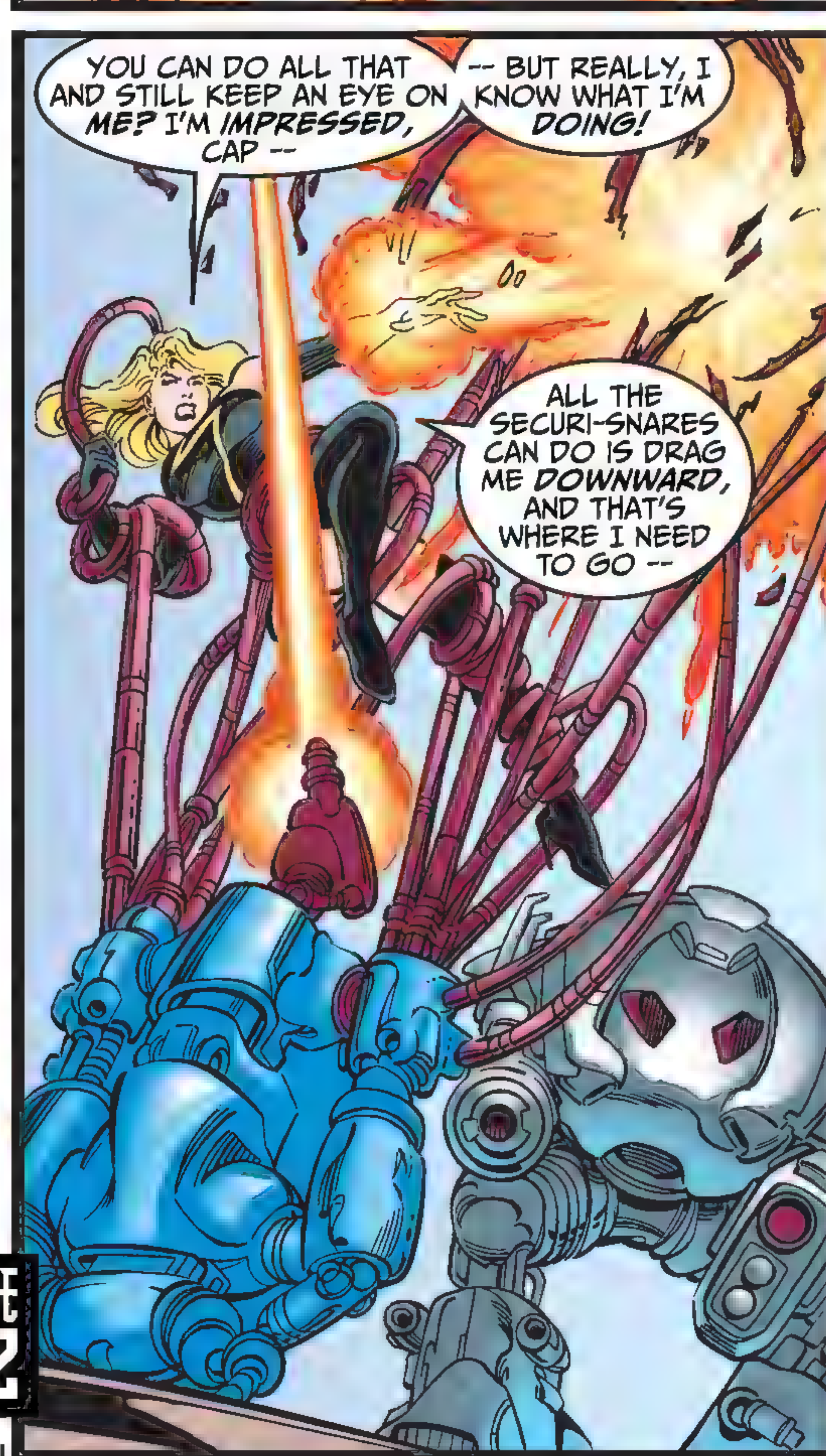


ELSEWHERE...

WARBIRD, LOOK OUT!

THE BLAST-CANNONS ARE ANTICIPATING YOU, LAYING DOWN HIGH FIRE TO FORCE YOU LOWER, GET YOU TOO CLOSE TO THE FLOOR!

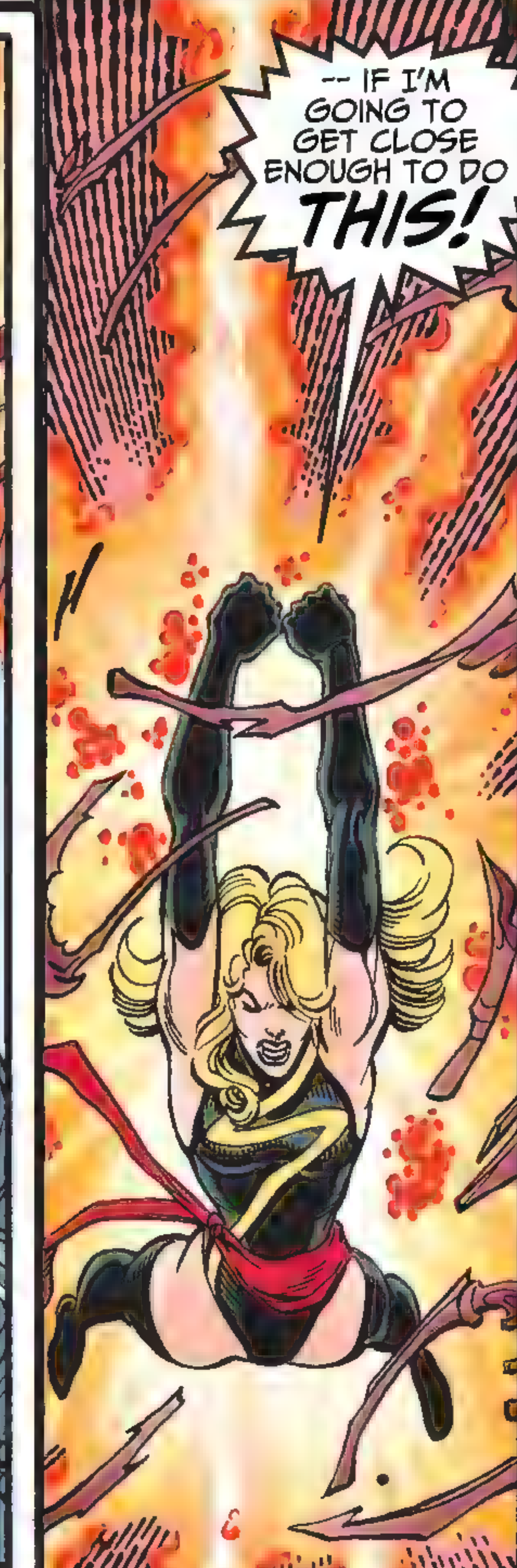
IF YOU DON'T MOVE ABOVE THEM, YOU'LL GET WITHIN RANGE OF THE SECURI-SNARES, AND--



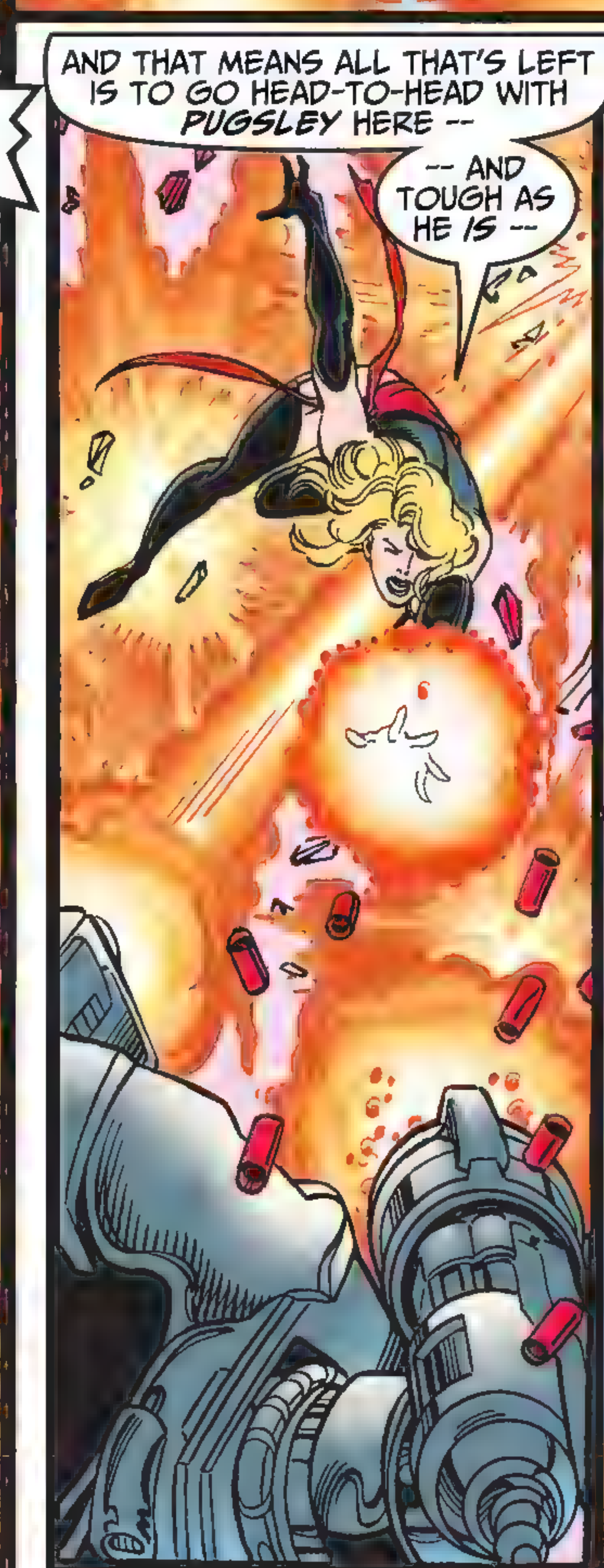
YOU CAN DO ALL THAT AND STILL KEEP AN EYE ON ME? I'M IMPRESSED, CAP --

-- BUT REALLY, I KNOW WHAT I'M DOING!

ALL THE SECURI-SNARES CAN DO IS DRAG ME DOWNWARD, AND THAT'S WHERE I NEED TO GO --

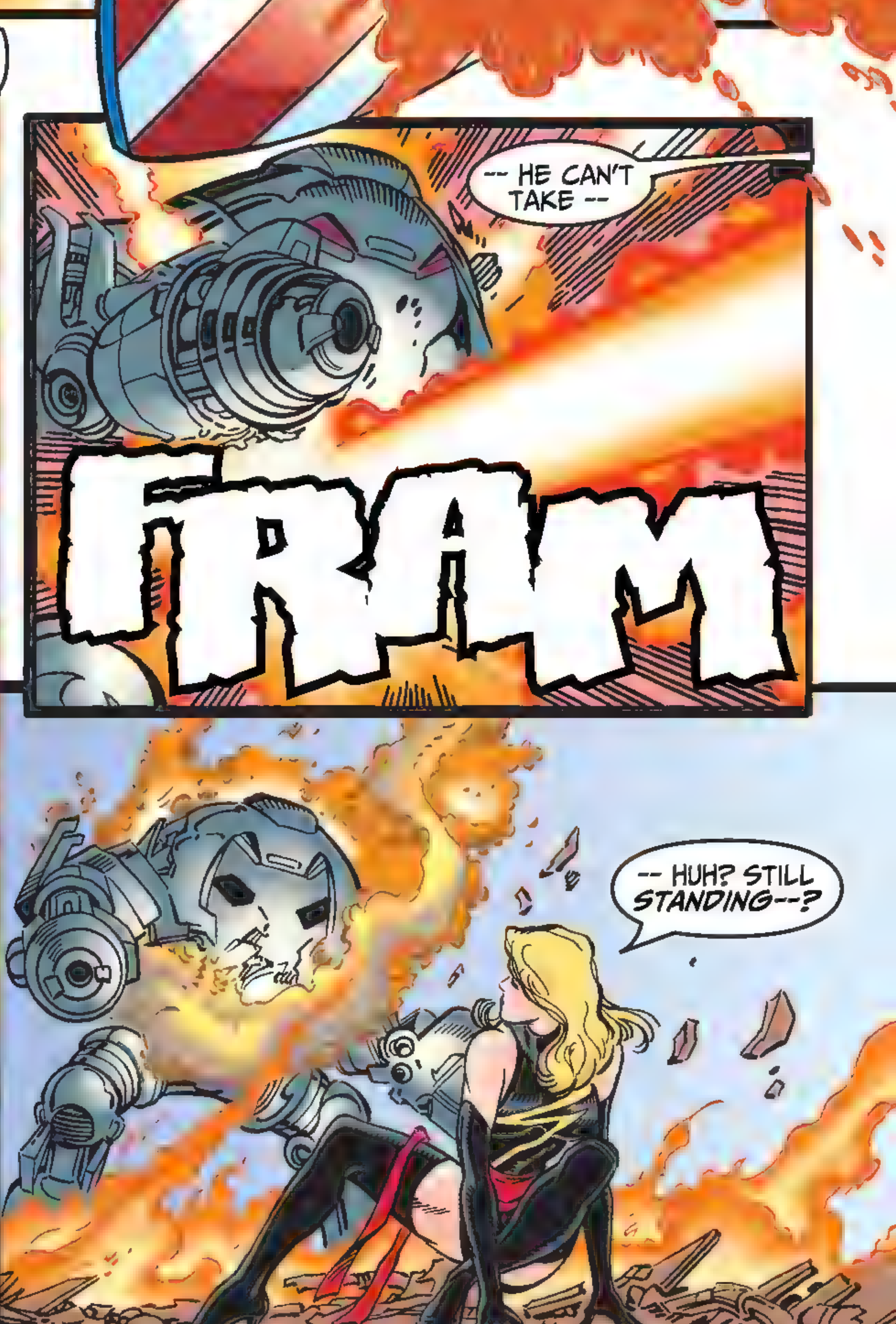


-- IF I'M GOING TO GET CLOSE ENOUGH TO DO THIS!



AND THAT MEANS ALL THAT'S LEFT IS TO GO HEAD-TO-HEAD WITH PUGSLEY HERE --

-- AND TOUGH AS HE IS --

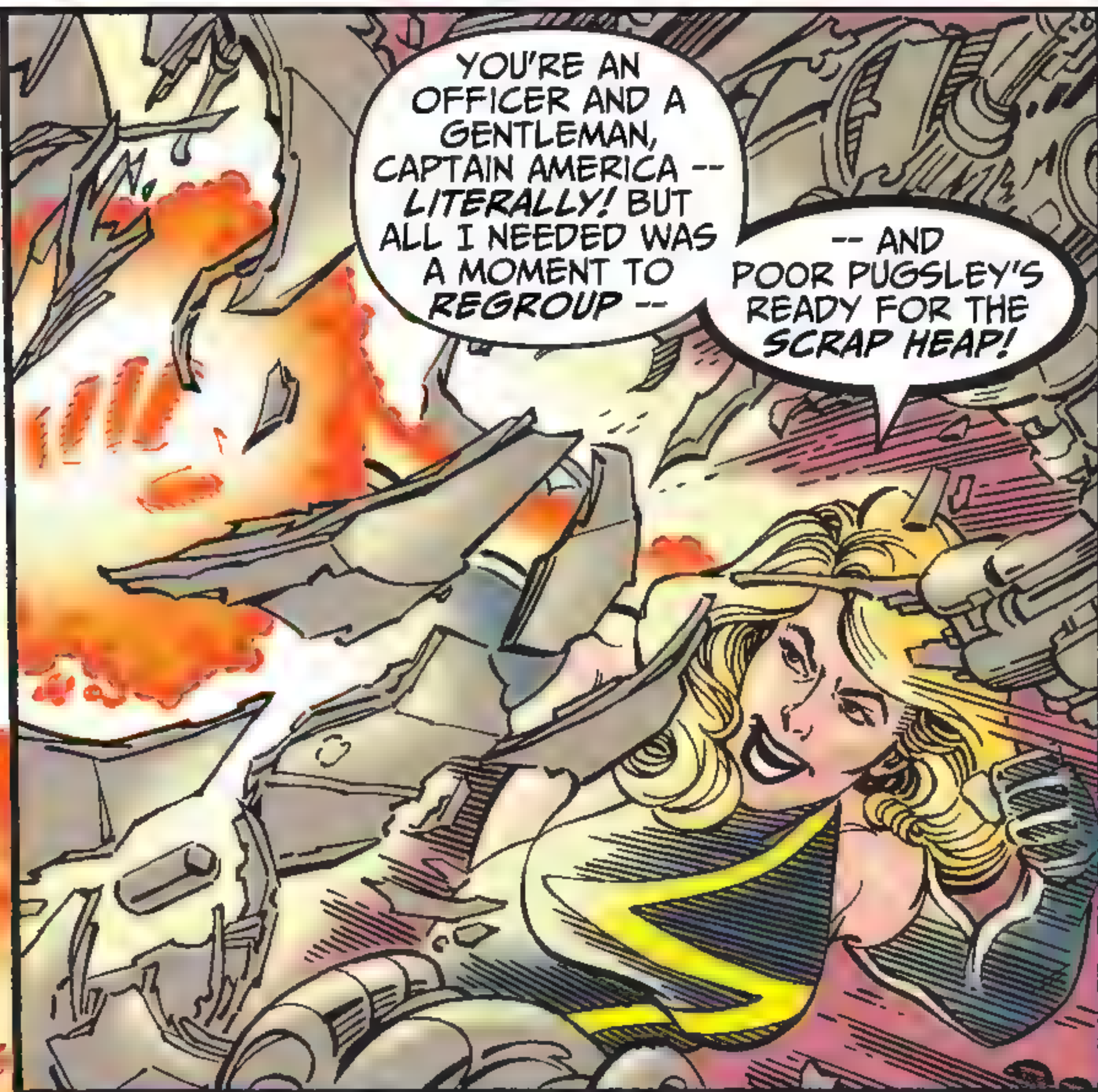


-- HE CAN'T TAKE --

-- HUH? STILL STANDING--?

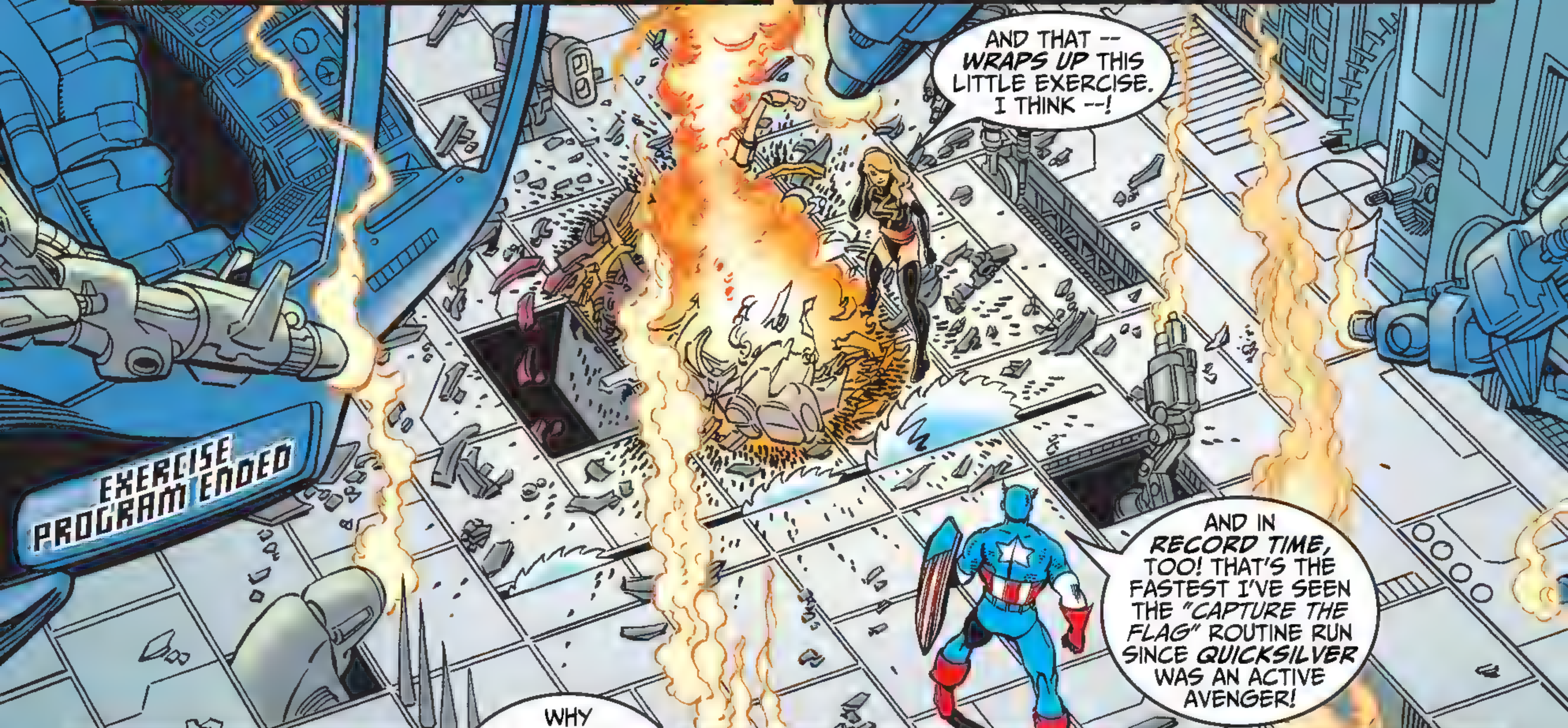


NEED A HAND?



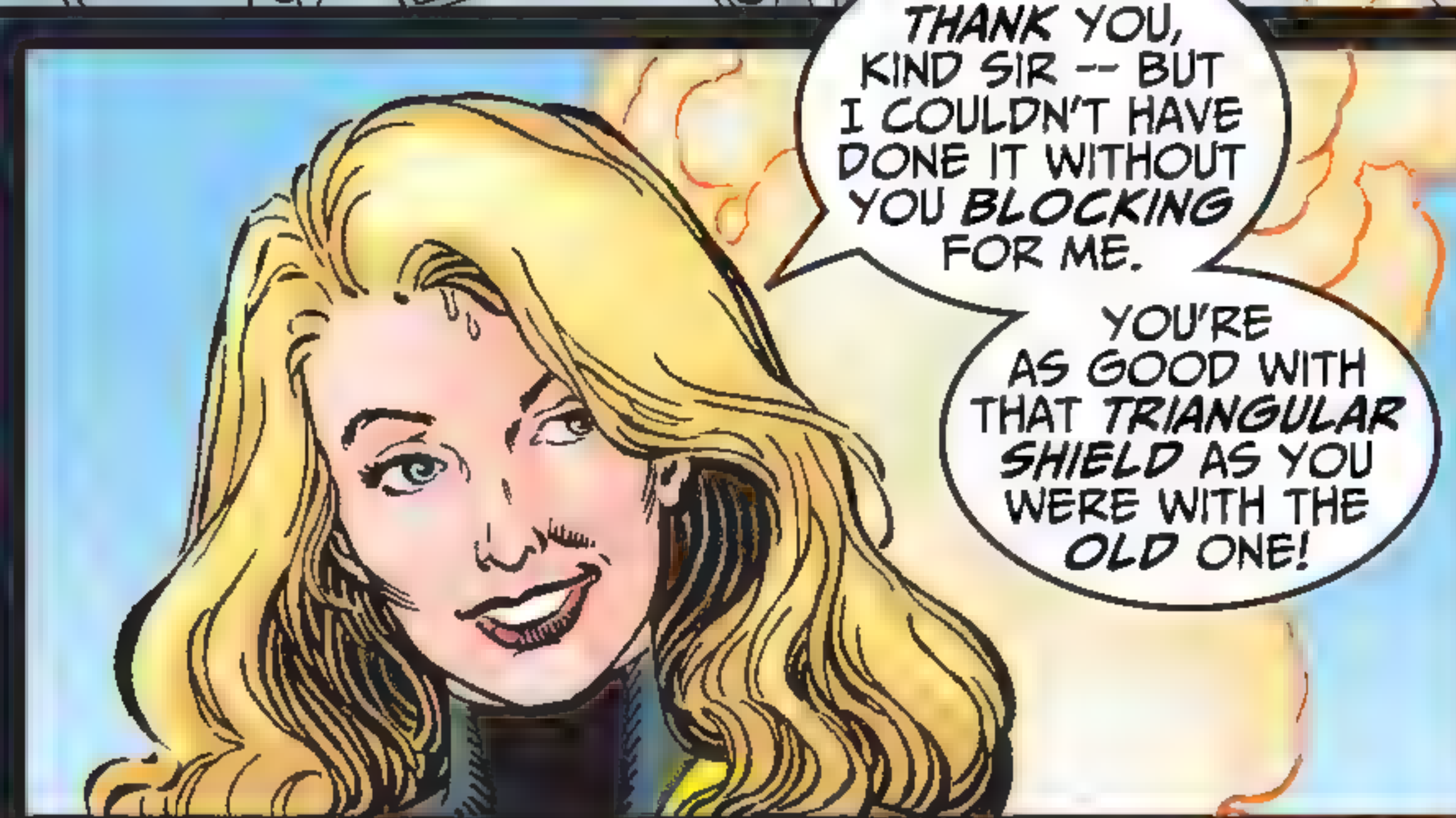
YOU'RE AN OFFICER AND A GENTLEMAN, CAPTAIN AMERICA -- LITERALLY! BUT ALL I NEEDED WAS A MOMENT TO REGROUP --

-- AND POOR PUGSLEY'S READY FOR THE SCRAP HEAP!



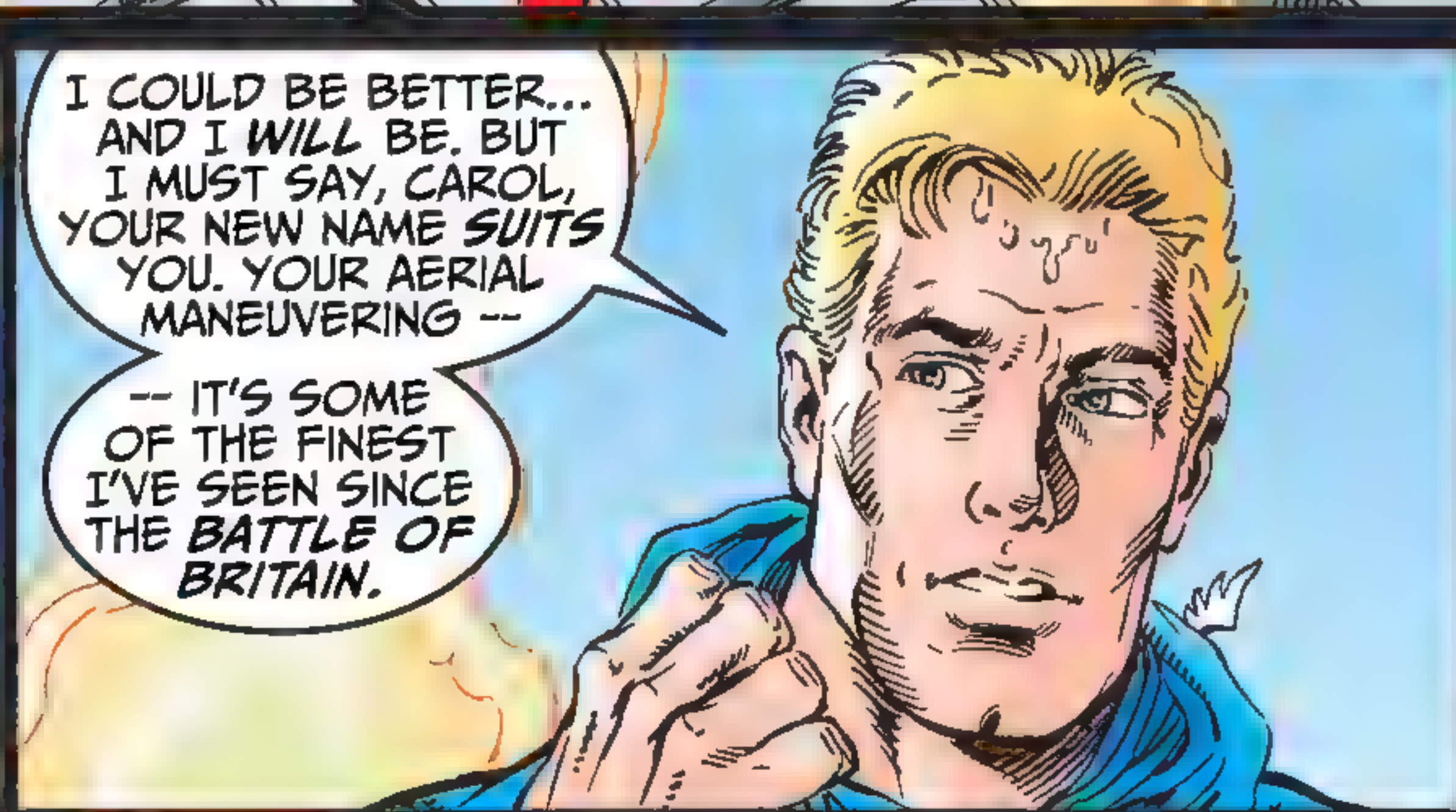
AND THAT -- WRAPS UP THIS LITTLE EXERCISE. I THINK --!

AND IN RECORD TIME, TOO! THAT'S THE FASTEST I'VE SEEN THE "CAPTURE THE FLAG" ROUTINE RUN SINCE QUICKSILVER WAS AN ACTIVE AVENGER!



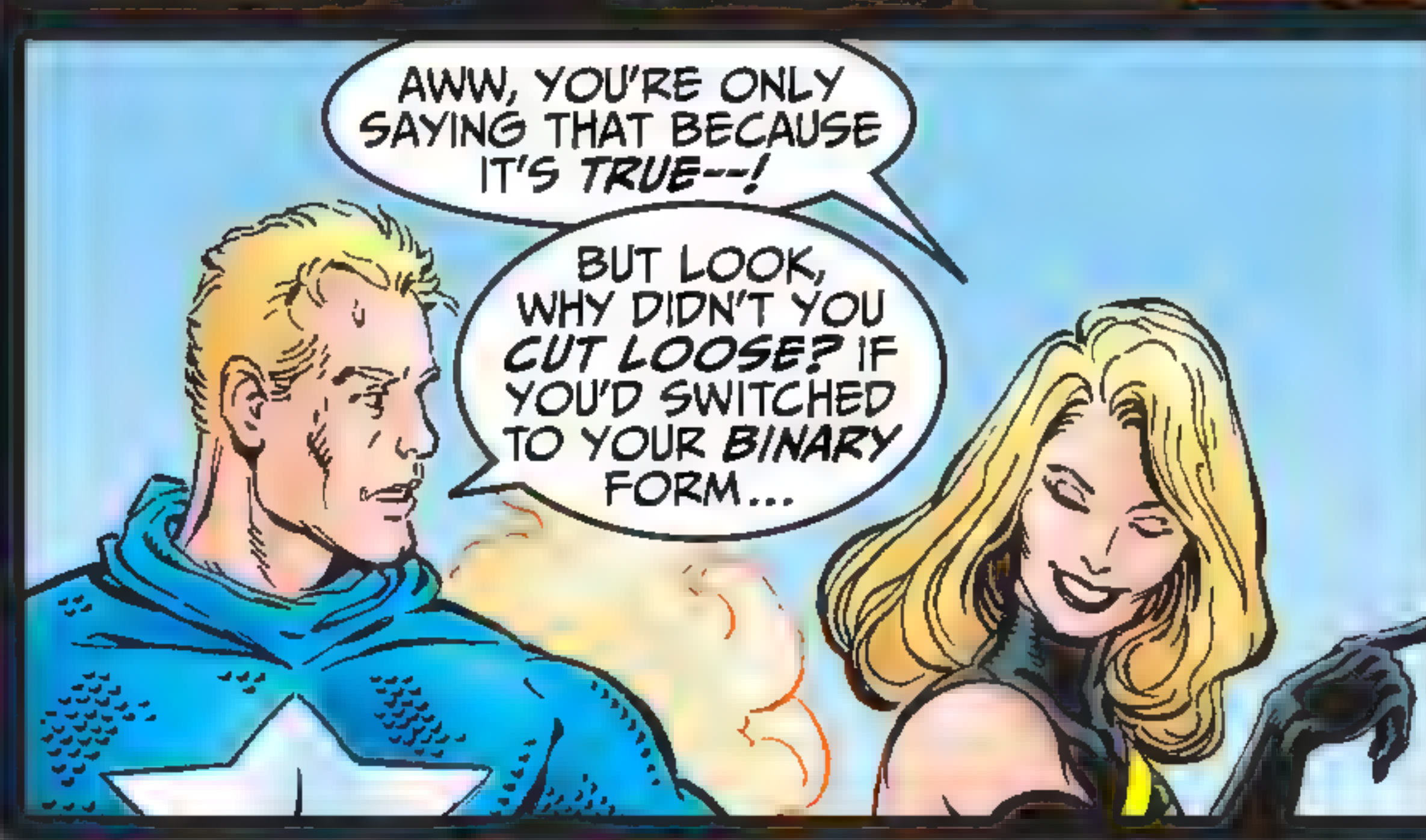
WHY THANK YOU, KIND SIR -- BUT I COULDN'T HAVE DONE IT WITHOUT YOU BLOCKING FOR ME.

YOU'RE AS GOOD WITH THAT TRIANGULAR SHIELD AS YOU WERE WITH THE OLD ONE!



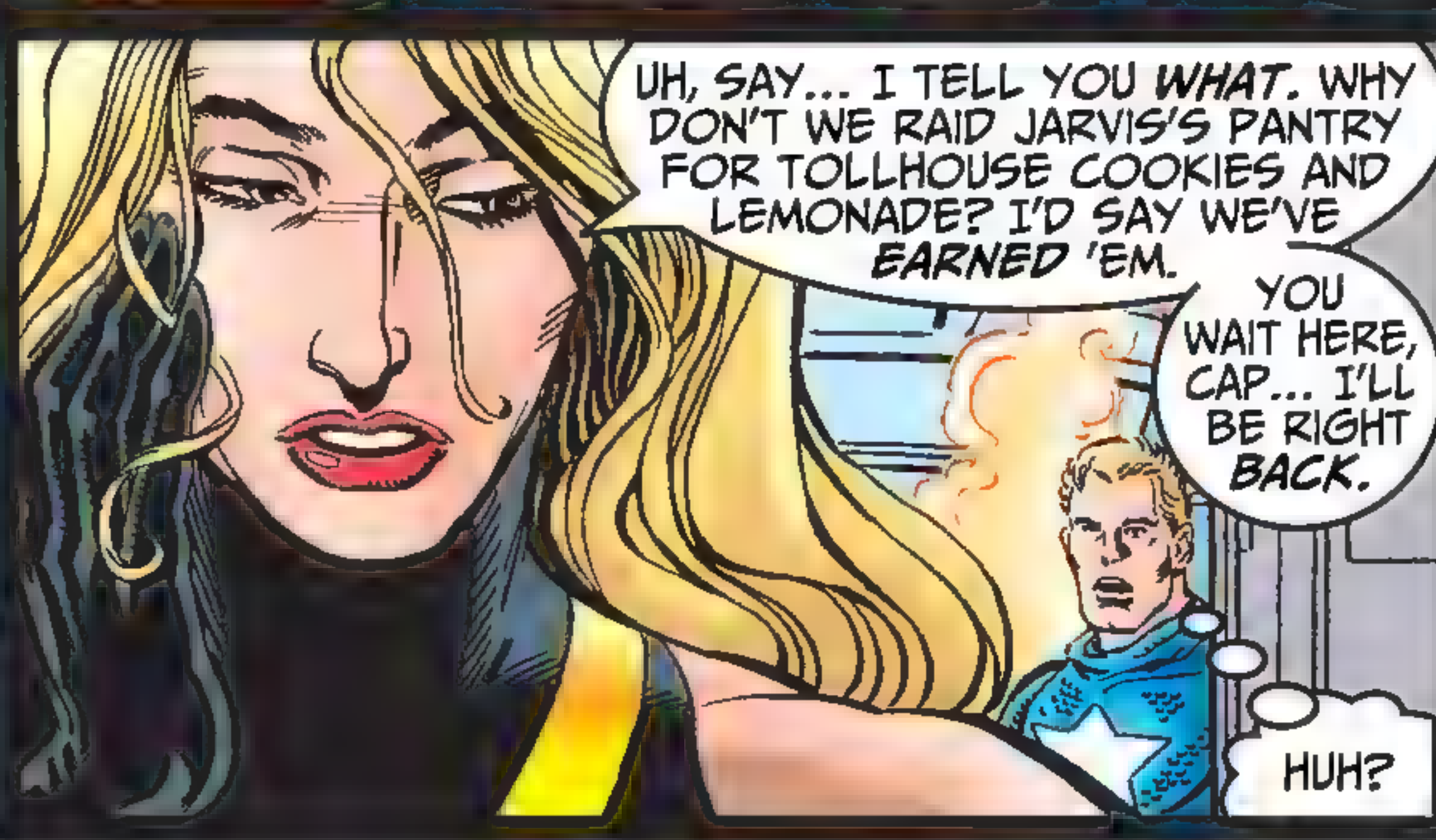
I COULD BE BETTER... AND I WILL BE. BUT I MUST SAY, CAROL, YOUR NEW NAME SUITS YOU. YOUR AERIAL MANEUVERING --

-- IT'S SOME OF THE FINEST I'VE SEEN SINCE THE BATTLE OF BRITAIN.



AWW, YOU'RE ONLY SAYING THAT BECAUSE IT'S TRUE--!

BUT LOOK, WHY DIDN'T YOU CUT LOOSE? IF YOU'D SWITCHED TO YOUR BINARY FORM...



UH, SAY... I TELL YOU WHAT. WHY DON'T WE RAID JARVIS'S PANTRY FOR TOLLHOUSE COOKIES AND LEMONADE? I'D SAY WE'VE EARNED 'EM.

YOU WAIT HERE, CAP... I'LL BE RIGHT BACK.

HUH?

WHAT WAS THAT? ALL I DID WAS MENTION HER BINARY POWERS. USING THEM, SHE'D HAVE MADE SHORT WORK OF ANYTHING IN THE "PLAYROOM."

STILL, IF ANYTHING WAS WRONG, CAROL WOULD LET ME KNOW. SHE'S A PRO -- SHE'S WOULDN'T LET **PERSONAL PROBLEMS** AFFECT HER PERFORMANCE...

MEANWHILE, FAR BELOW THE "PLAYROOM," IN ONE OF THE MANSION'S MANY SUB-BASEMENT LEVELS..

REPAIR LOG, CONTINUING. THE VISION NEVER CEASES TO AMAZE ME. HIS SYNTHETIC CONSTRUCTION IS **ENTIRELY** ARTIFICIAL...

...BUT AT THE SAME TIME, **UNCANNILY** HUMAN. FOR EXAMPLE, ANY OTHER MACHINE WOULD HAVE BEEN **TOTALLED** BY THE DAMAGE HE SUFFERED --*

*IN BATTLE WITH MORGAN LEFAY, IN AVENGERS #3 -- TOM.

-- BUT EACH OF THE VISION'S CELLS IS **MICROSCOPICALLY ENCODED** WITH HIS ENTIRE SCHEMATICS -- NOT LIKE HUMAN DNA, BUT **SIMILAR** TO IT.

THUS, DESPITE THE LOSS OF ALMOST **HALF** HIS COMPONENTS, MANY OF THEM **UNIQUE**, WE HAVE A BLUEPRINT FOR **NANOTECH RECONSTRUCTION** --

-- AND WHILE THE RECONSTRUCTION GOES **SLOWLY**, I'M CONFIDENT IT'LL SUCCEED.

I CONCUR, ANTHONY STARK. THE DAMAGE IS GREAT -- BUT NOT BEYOND THE POWER OF YOUR MACHINES TO REPAIR.

GHAH--! I'M SORRY, VISION -- I KNOW YOUR COMPUTER INTERFACE ALLOWS YOU TO MANIFEST A HOLOGRAM FORM, BUT IT'S STILL **UNSETTLING**.

I UNDERSTAND. I WILL BE **LESS ABRUPT** IN THE FUTURE.

MAY I ASK HOW THE **SCARLET WITCH** IS FARING--?

SHE ASKS FOR REGULAR REPORTS ON YOUR **PROGRESS**, VISION -- BUT FOR SOME REASON, SHE DOESN'T WANT TO COME DOWN TO THE LAB.

I KNOW A LITTLE BIT ABOUT WOMEN -- AND IF YOU WANT MY ADVICE, YOU'LL MAKE THE FIRST MOVE. PATCH THE PROBLEM UP, **WHATEVER** IT IS.

THERE IS NOTHING TO "PATCH UP."

MY MARRIAGE TO WANDA ENDED WHEN I WAS DESTROYED AND REBUILT*, AND THOUGH I HAVE SINCE REGAINED MY ABILITY TO FEEL EMOTION --

-- I AM A DIFFERENT PERSON THAN THE BEING SHE WAS WED TO. SHE AND I NO LONGER HAVE A RELATIONSHIP.

SURE, SURE. YOU KEEP TELLING YOURSELF THAT, AND YOU MIGHT EVEN COME TO BELIEVE IT. AND WORSE --

-- IF YOU KEEP ACTING LIKE THAT, IT MIGHT BECOME TRUE--!

*IN WEST COAST AVENGERS #43-45 -- TOM.

BUT THE VISION AND THE SCARLET WITCH'S TURBULENT PAST IS ON OTHER MINDS AS WELL...

...AS WITNESS, ON FIFTH AVENUE, WELL SOUTH OF THE MANSION...

BOY HOWDY, WANDA -- YOU SURE BOUGHT OUT THE STORE! I'M STARTIN' TO GET SORRY I OFFERED TO COME ALONG AN' PLAY PACK MULE...

JAN ADVISED ME TO SPEND MONEY WHENEVER I FEEL DEPRESSED, CLINT -- BUT IT DOESN'T SEEM TO WORK FOR ME AS WELL AS IT DOES FOR HER.

HA! I'LL SAY -- IF OL' JAN EVER CLOSES HER BLOOMINGDALE'S CHARGE, I HEAR THEY'RE PLANNIN' TO RETIRE HER ACCOUNT NUMBER!

ME, WHEN I GET ANTSY, I PICK FIGHTS... BUT THAT MIGHT NOT WORK FOR YOU EITHER.

SO WHAT'S EATIN' AT YOU? THE VISION BEIN' MESS'D UP?

IT'S PARTIALLY THAT -- BUT IT'S ALSO PARTIALLY WONDER MAN.

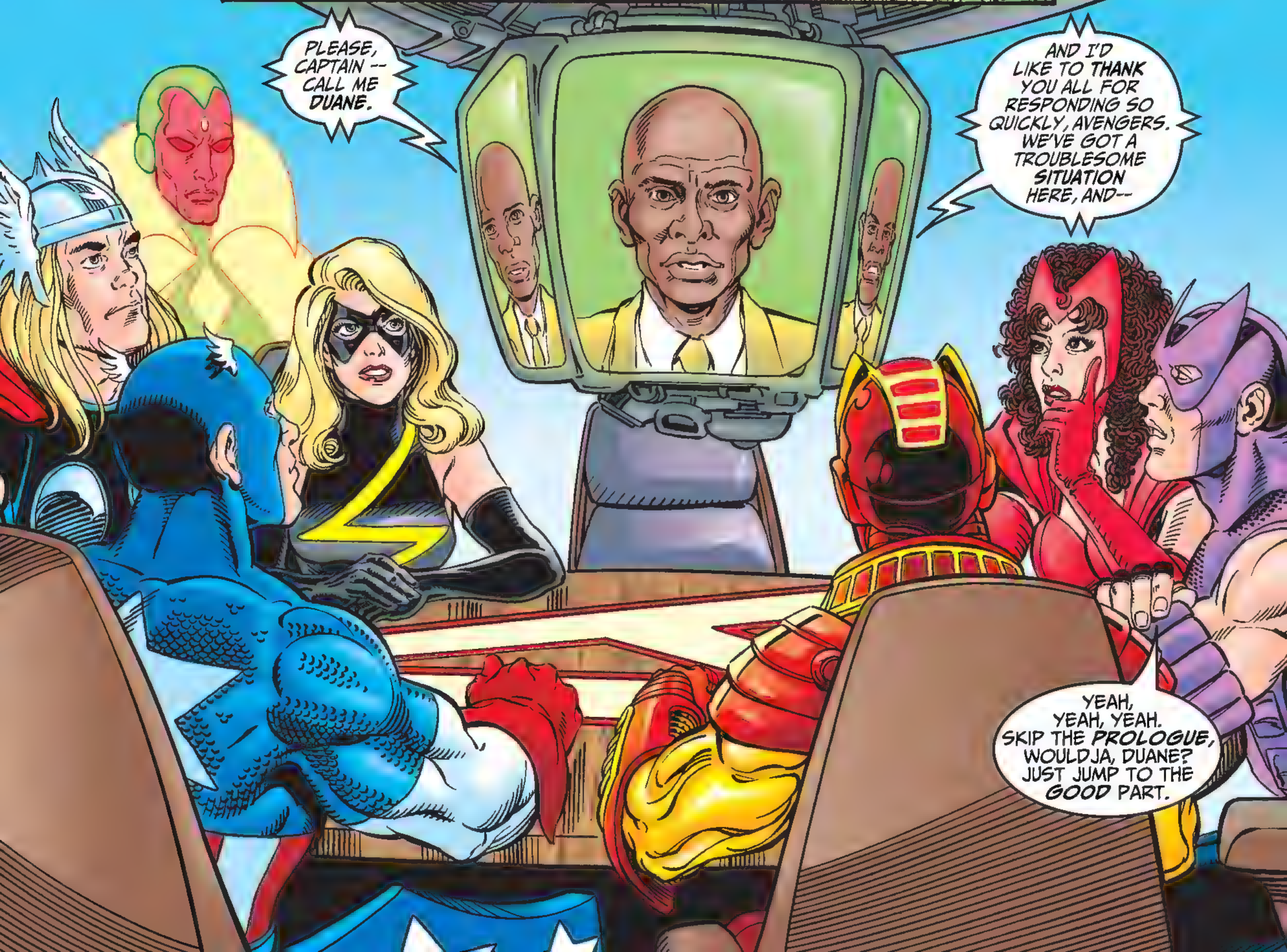
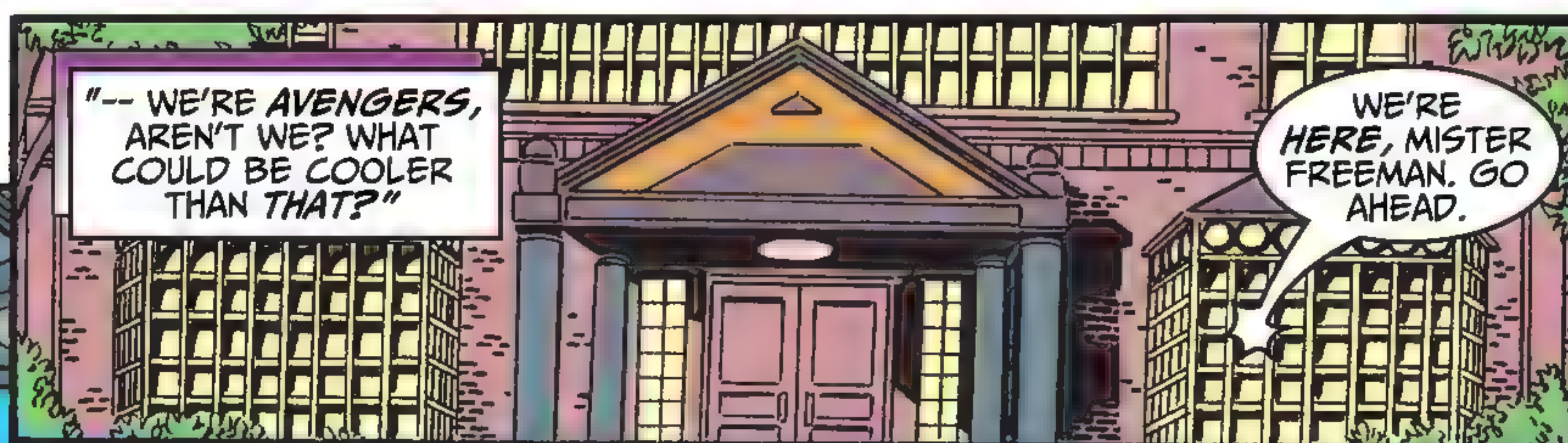
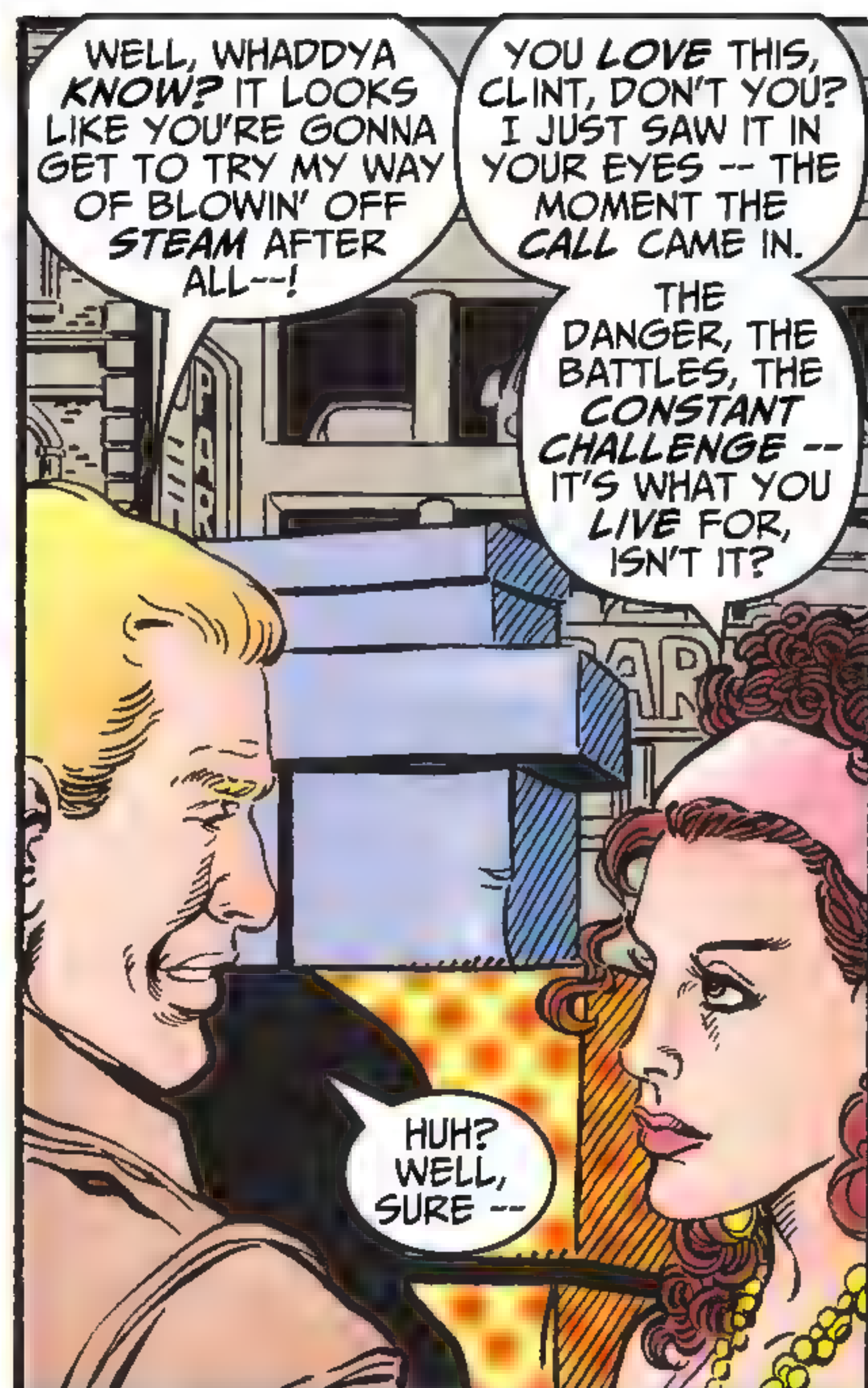
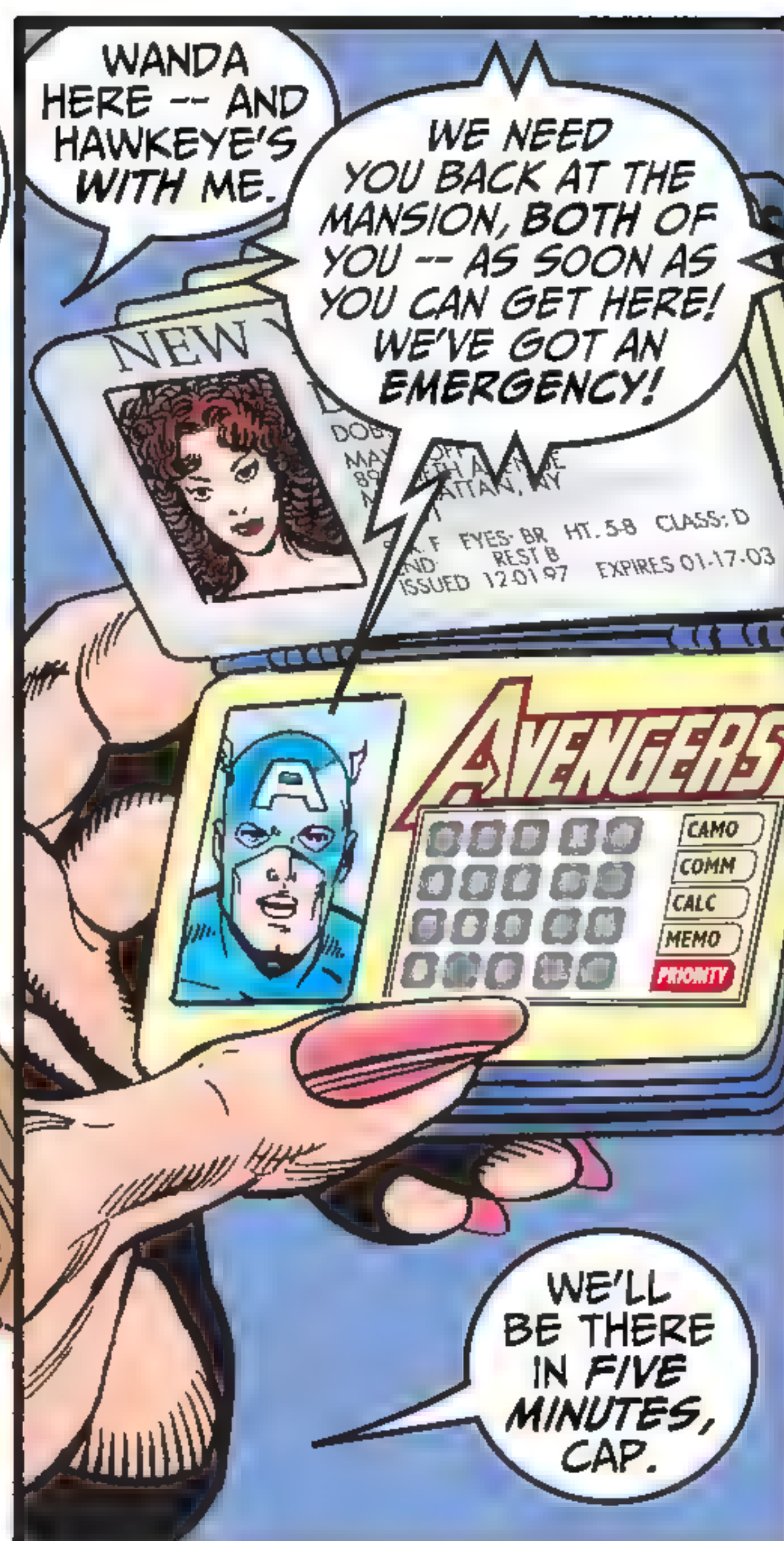
WE ALL THOUGHT HE WAS DEAD -- GONE FOREVER -- AND THEN, IN MORGAN'S WORLD, I USED HER MAGIC, HEXED HIM BACK TO LIFE --

HE SACRIFICED HIMSELF AGAIN, OR I SACRIFICED HIM --

-- BUT STILL, I DON'T FEEL LIKE HE'S GONE. IT'S LIKE -- LIKE HE'S STILL OUT THERE --

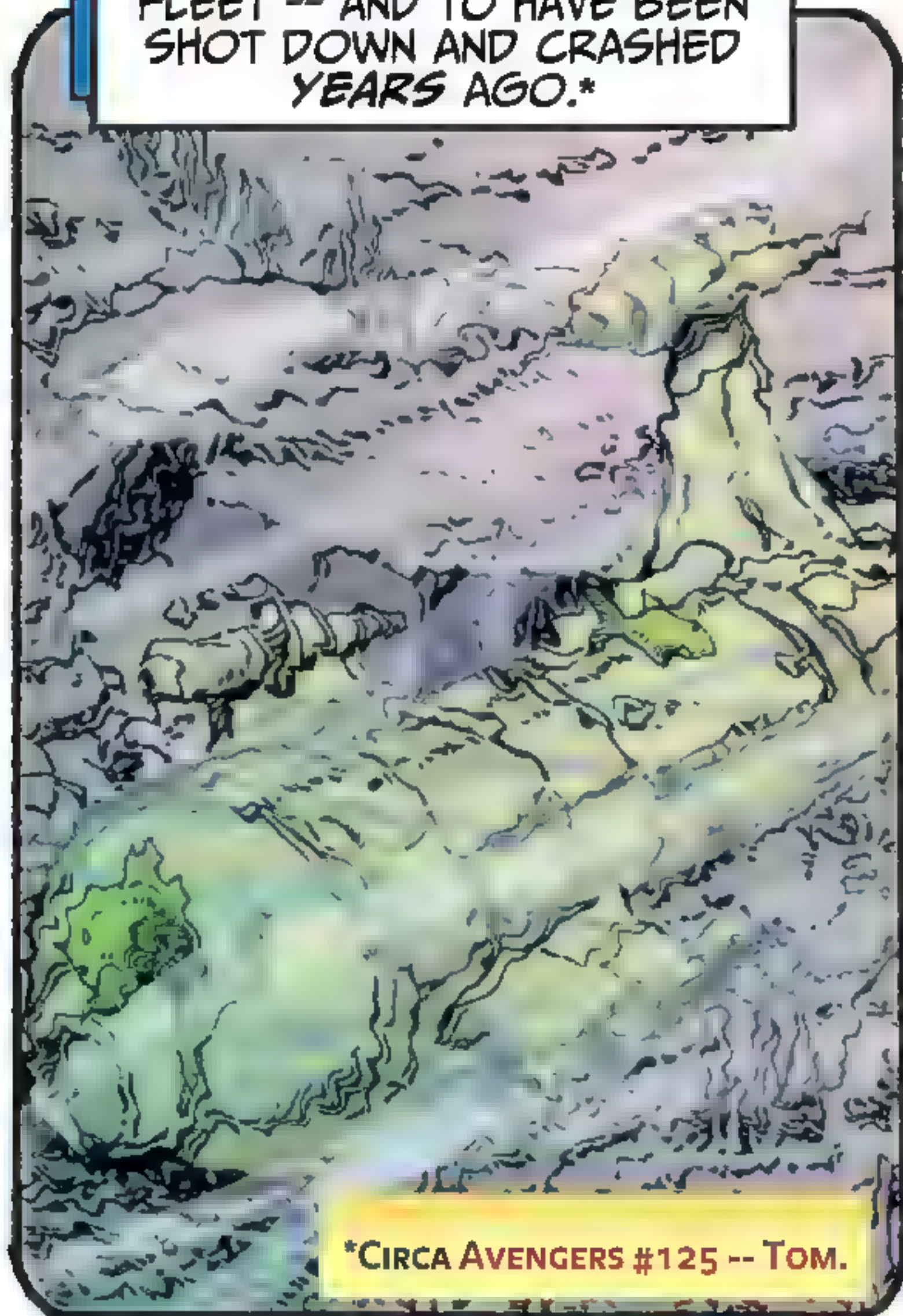
-- AND I DON'T KNOW WHY, BUT I FEEL LIKE HE'S NOT DONE WITH ME YET--!

*IN AVENGERS #2-- TOM.



"FINE, HAWKEYE. IT STARTED WITH A SUNKEN ALIEN **SPACE-CRAFT**, FOUND BY S.H.I.E.L.D. INVESTIGATORS ON THE SEAFLOOR OFF OF **NORTHERN MAINE**.

"IT'S THOUGHT TO HAVE BEEN PART OF **THANOS'S SPACE FLEET** -- AND TO HAVE BEEN SHOT DOWN AND CRASHED **YEARS AGO**."

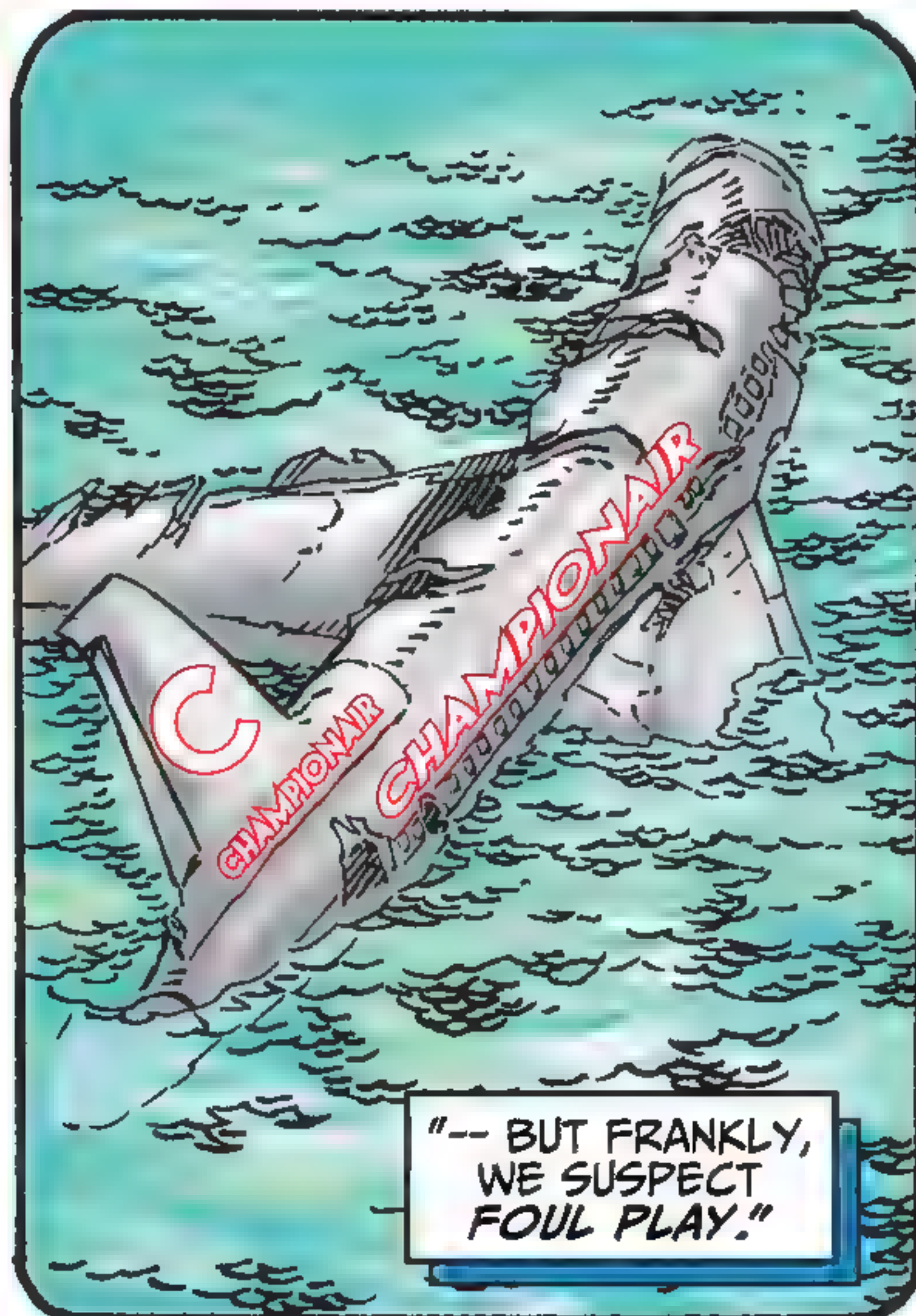


*CIRCA AVENGERS #125 -- TOM.

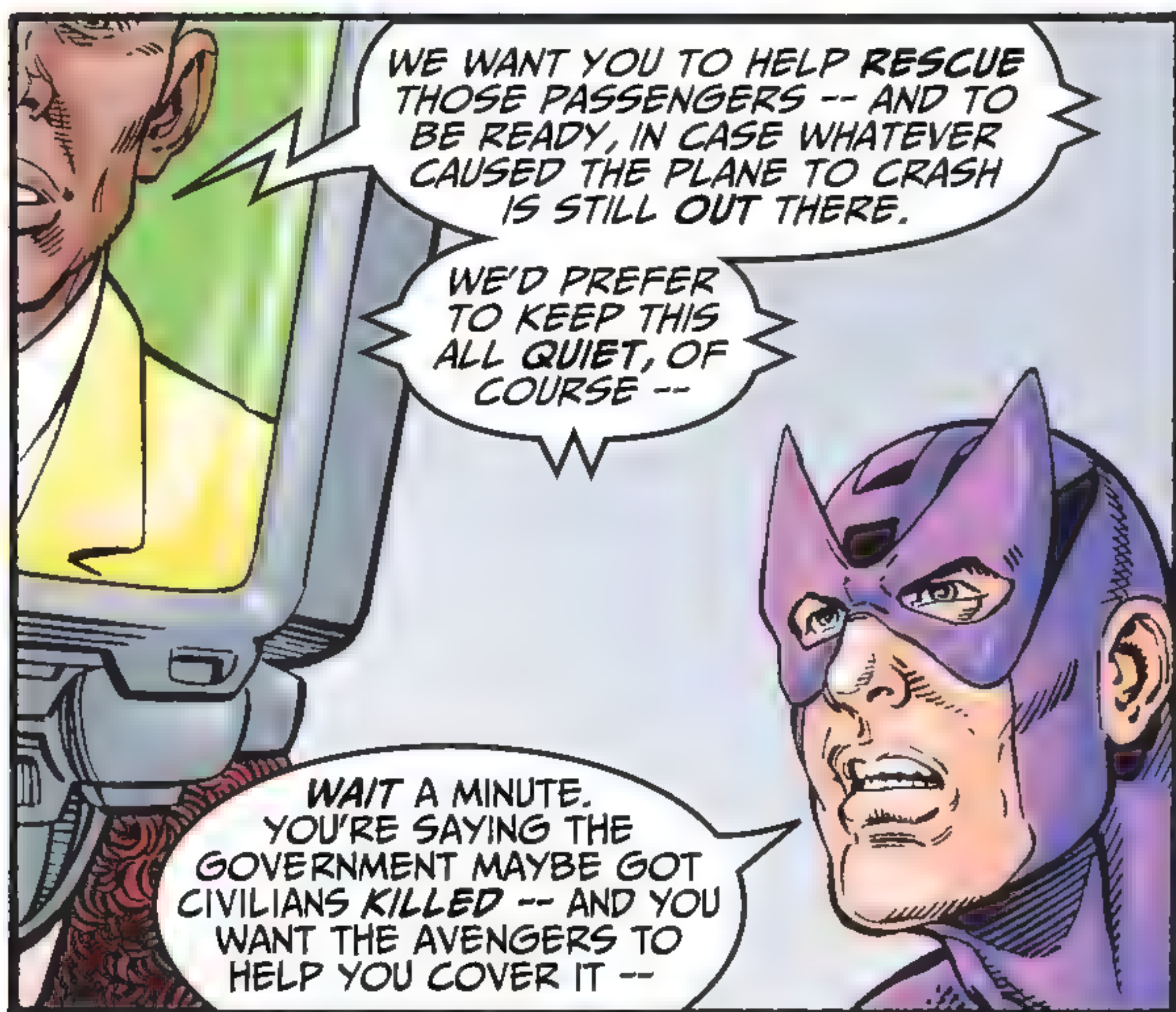
"WE SENT OUT A **PROJECT: PEGASUS** RECOVERY TEAM TO INVESTIGATE. THE TEAM TRAVELED BY **COMMERCIAL AIRLINER**, FOR **SECURITY REASONS** --



"-- BUT UNFORTUNATELY, THE PLANE **CRASHED**, FOR REASONS WE CAN'T YET DETERMINE. IT'S STILL AFLOAT, AND MOST OF THE **PASSENGERS ALIVE** --



"-- BUT FRANKLY, WE SUSPECT **FOUL PLAY**."



WE WANT YOU TO HELP **RESCUE** THOSE **PASSENGERS** -- AND TO BE **READY**, IN CASE **WHATEVER** CAUSED THE **PLANE** TO **CRASH** IS STILL OUT THERE.

WE'D PREFER TO **KEEP THIS** ALL **QUIET**, OF **COURSE** --

WAIT A **MINUTE**. YOU'RE SAYING THE **GOVERNMENT** MAYBE GOT **CIVILIANS KILLED** -- AND YOU WANT THE **AVENGERS** TO **HELP** YOU **COVER IT** --



THAT'S **ENOUGH**, HAWKEYE. EVERY **MOMENT** THAT **PASSES** PUTS **LIVES** AT **RISK**.

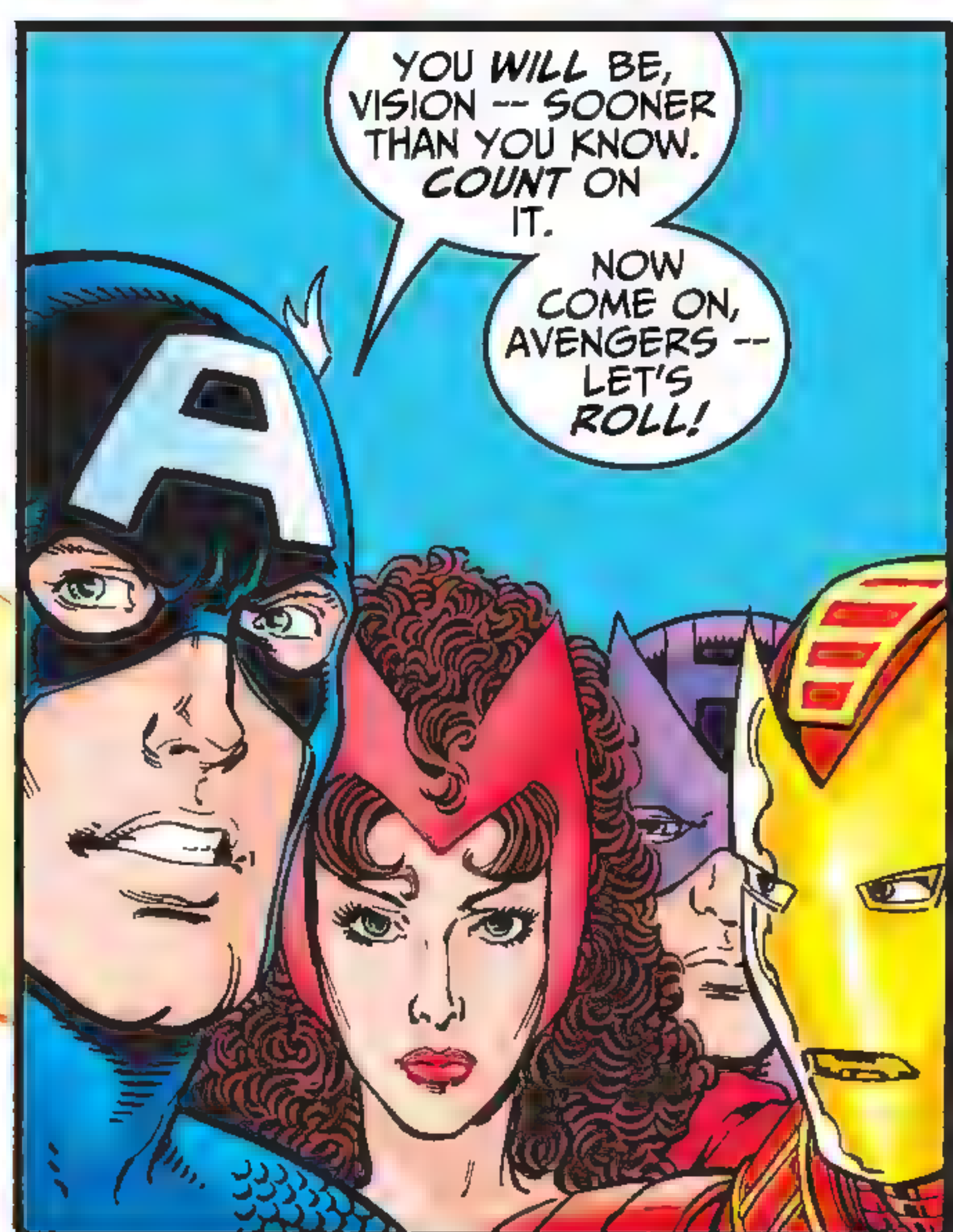
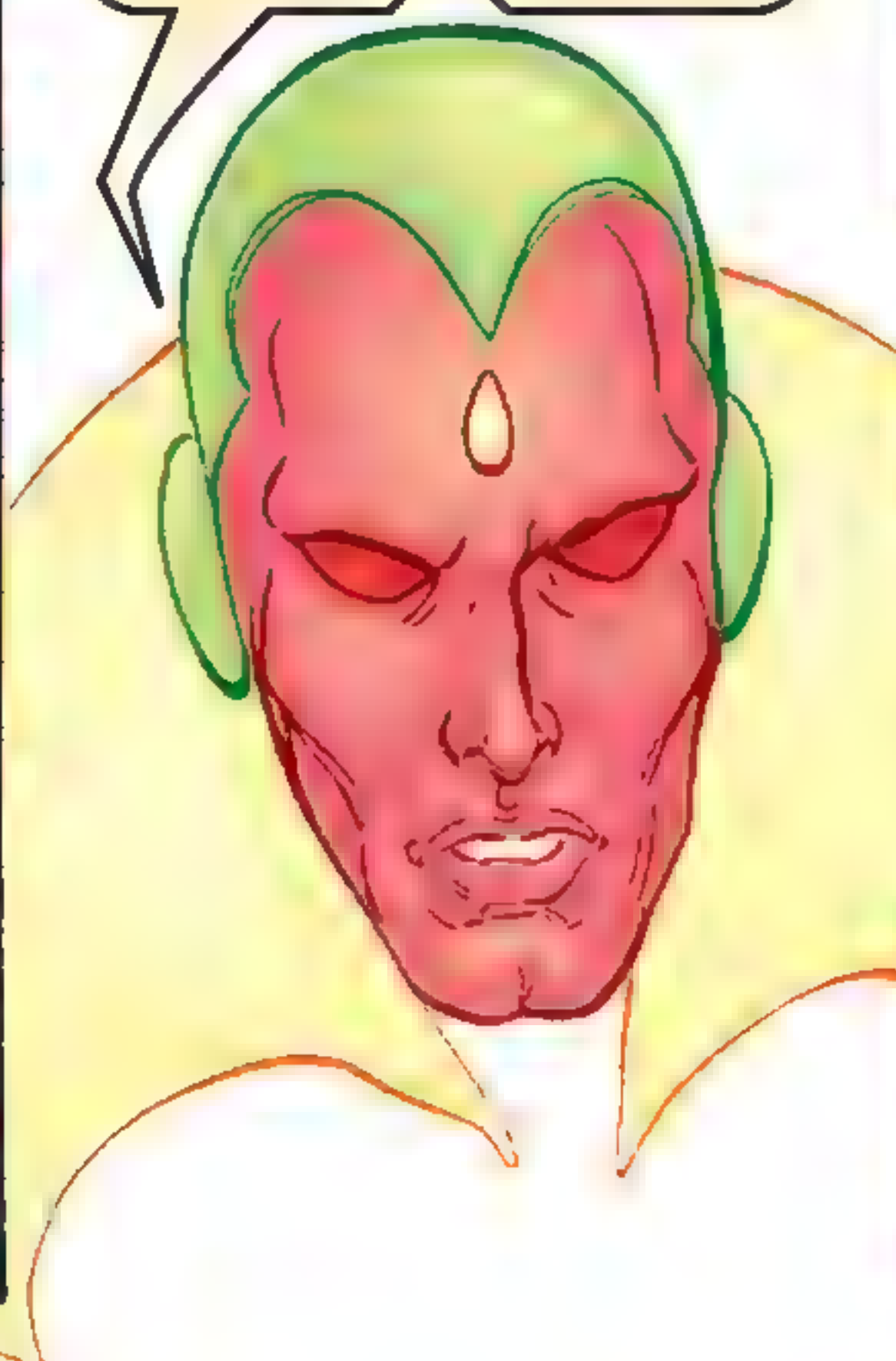
WE'RE ON **OUR WAY**, MR. **FREEMAN**.



VISION-- SINCE YOU'RE **CONFINED** TO THE **MANSION** AT **PRESENT**, YOU'LL **HANDLE** **MONITOR DUTY** AND **COMMUNICATIONS**.

THAT WON'T BE A **PROBLEM** FOR YOU, **WILL IT?**

NOT AT ALL. I DO NOT **NEED** A **BODY** FOR SUCH **SIMPLE** **FUNCTIONS**. STILL, I **CONFESS** -- I **WISH** I WAS **GOING** WITH YOU.

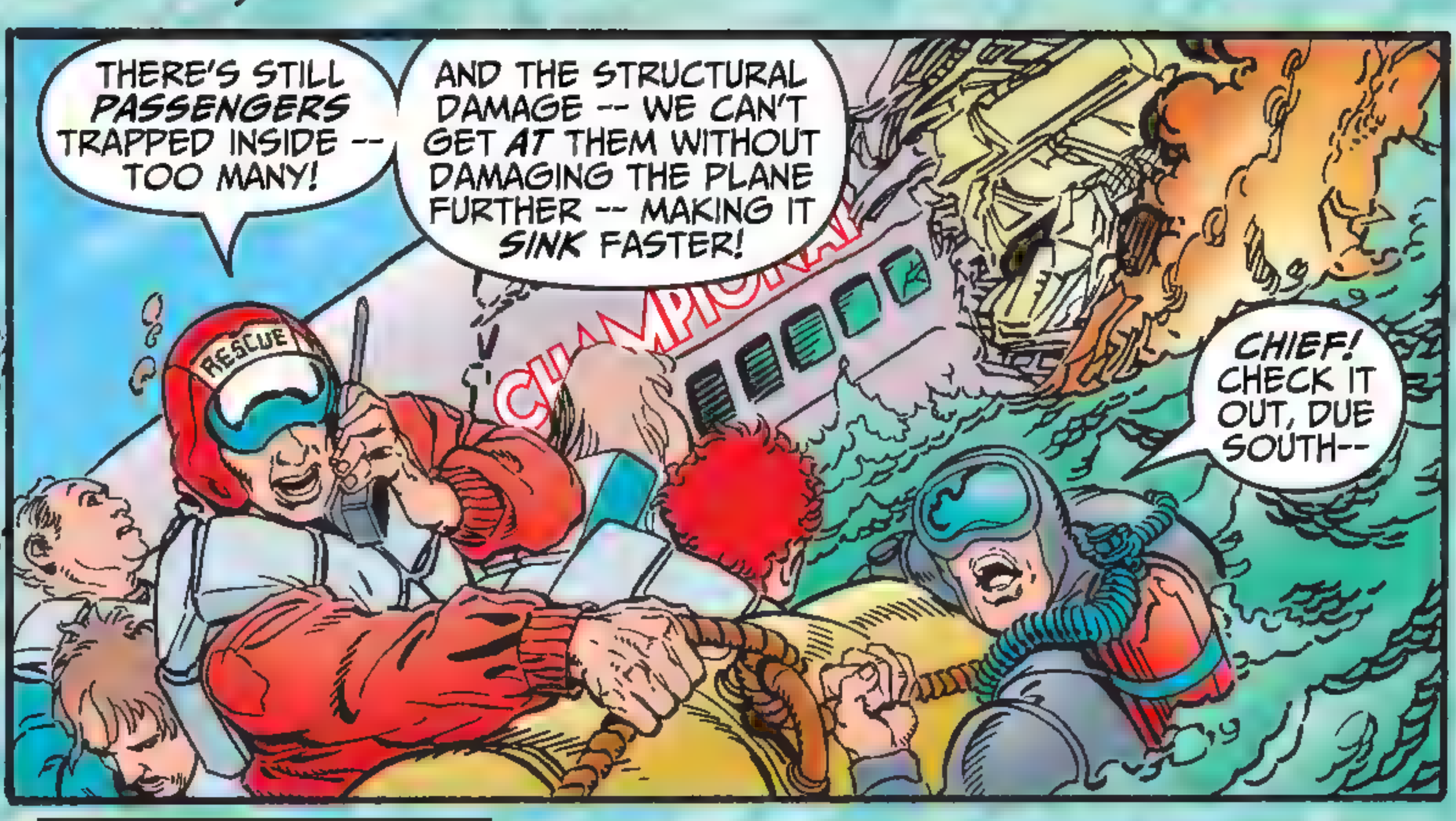


YOU WILL BE, **VISION** -- **SOONER** THAN YOU **KNOW**. **COUNT ON** IT.

NOW **COME ON**, **AVENGERS** -- **LET'S** **ROLL!**

SHORTLY... --NOTHER EXPLOSION HAS JUST ROCKED THE CRIPPLED AIRCRAFT, AND ONLY MOMENTS MAY REMAIN BEFORE SHE CAN NO LONGER STAY AFLOAT.

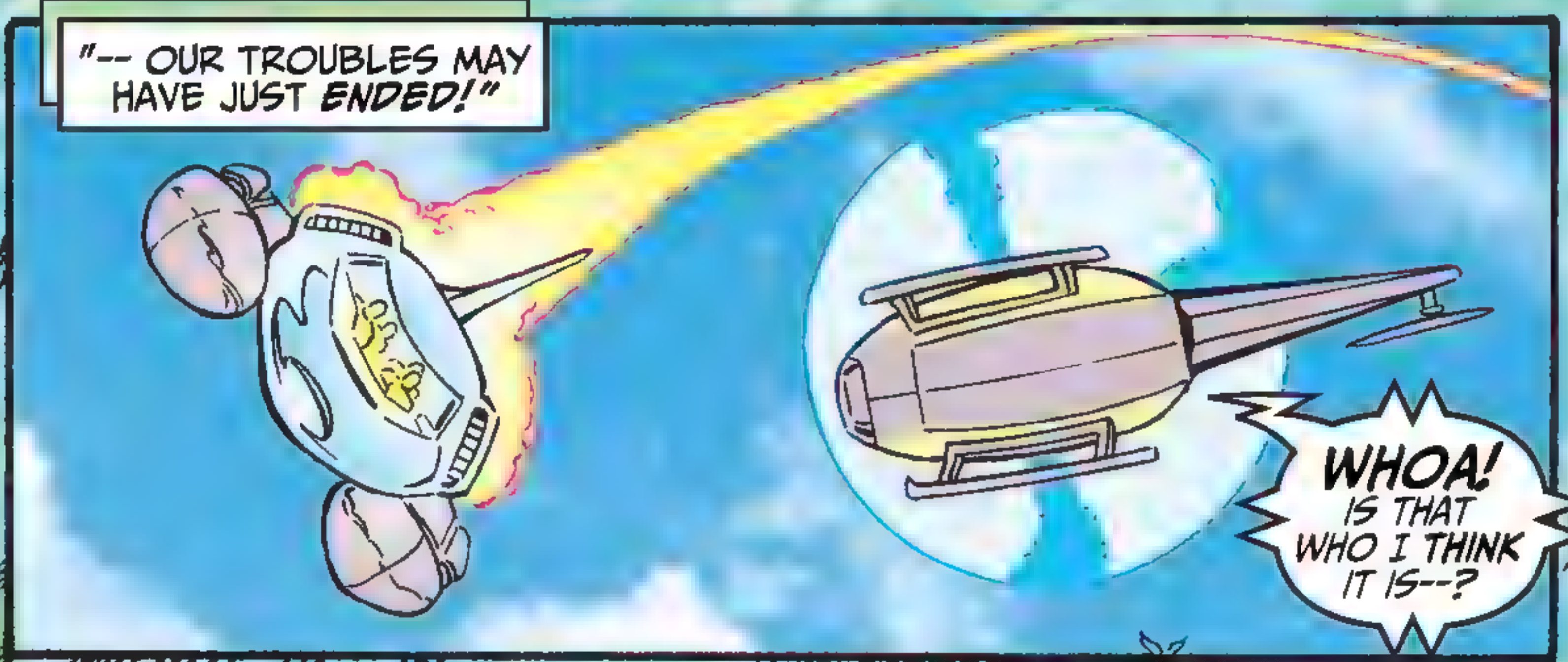
RESCUE WORKERS BATTLE VALIANTLY, BUT --



THERE'S STILL **PASSENGERS** TRAPPED INSIDE -- TOO MANY!

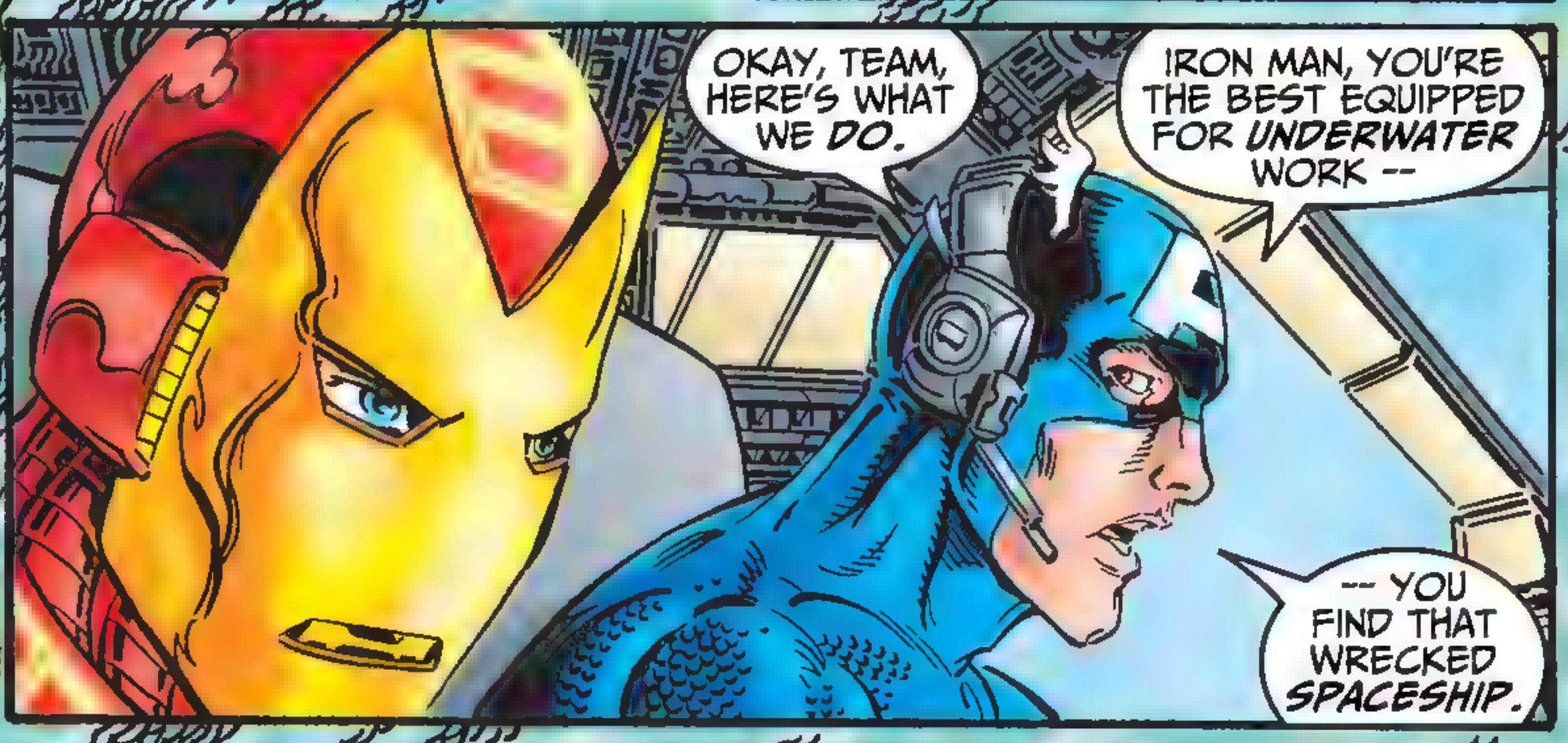
AND THE STRUCTURAL DAMAGE -- WE CAN'T GET AT THEM WITHOUT DAMAGING THE PLANE FURTHER -- MAKING IT **SINK** FASTER!

CHIEF! CHECK IT OUT, DUE SOUTH--



"-- OUR TROUBLES MAY HAVE JUST ENDED!"

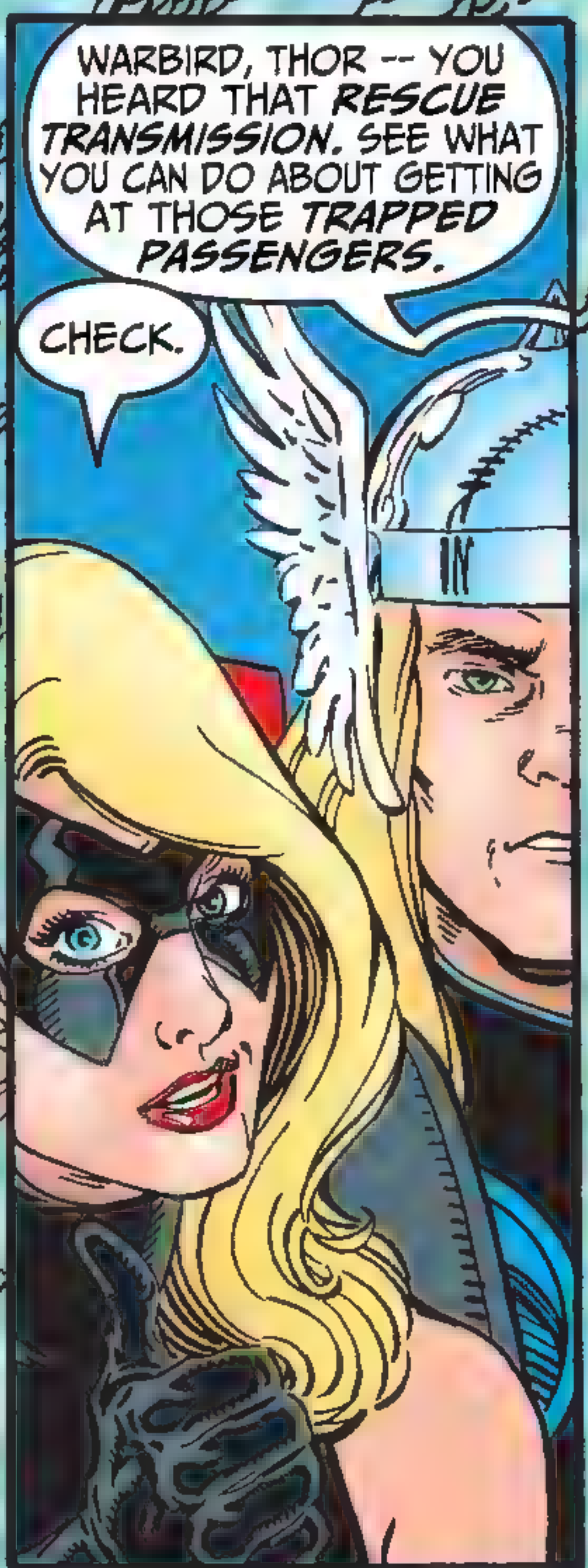
WHOA! IS THAT WHO I THINK IT IS--?



OKAY, TEAM, HERE'S WHAT WE DO.

IRON MAN, YOU'RE THE BEST EQUIPPED FOR UNDERWATER WORK --

-- YOU FIND THAT WRECKED SPACESHIP.



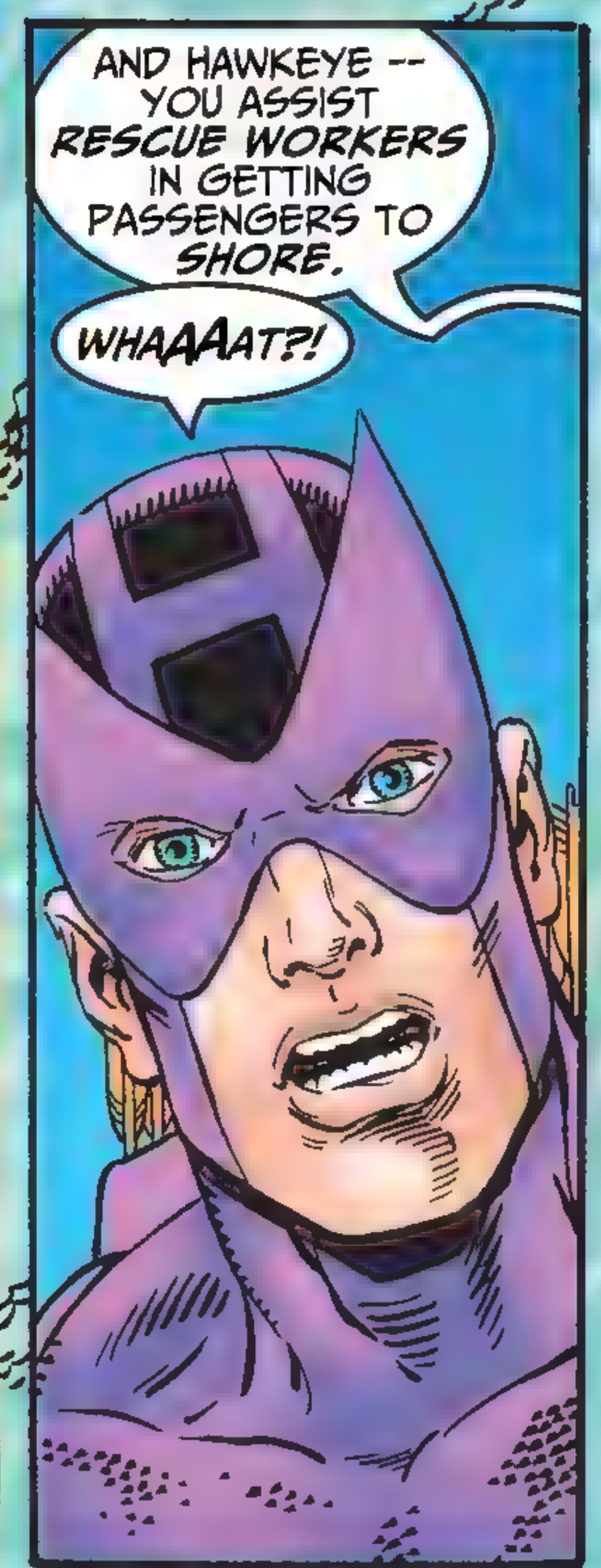
WARBIRD, THOR -- YOU HEARD THAT **RESCUE** TRANSMISSION. SEE WHAT YOU CAN DO ABOUT GETTING AT THOSE TRAPPED PASSENGERS.

CHECK.



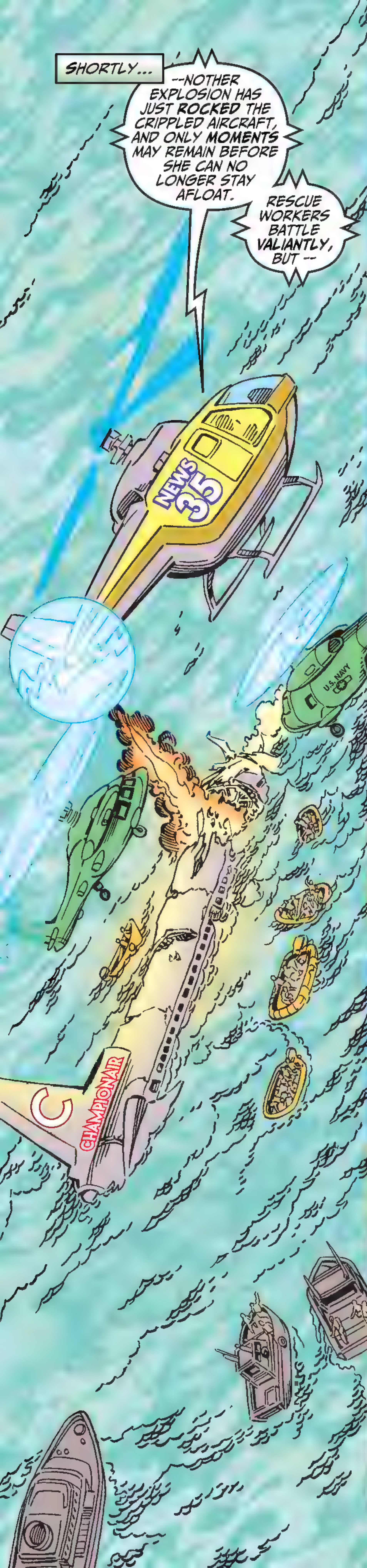
WANDA, USE YOUR **PROBABILITY-ALTERING** POWERS TO KEEP THAT PLANE AFLOAT AT LEAST A LITTLE LONGER.

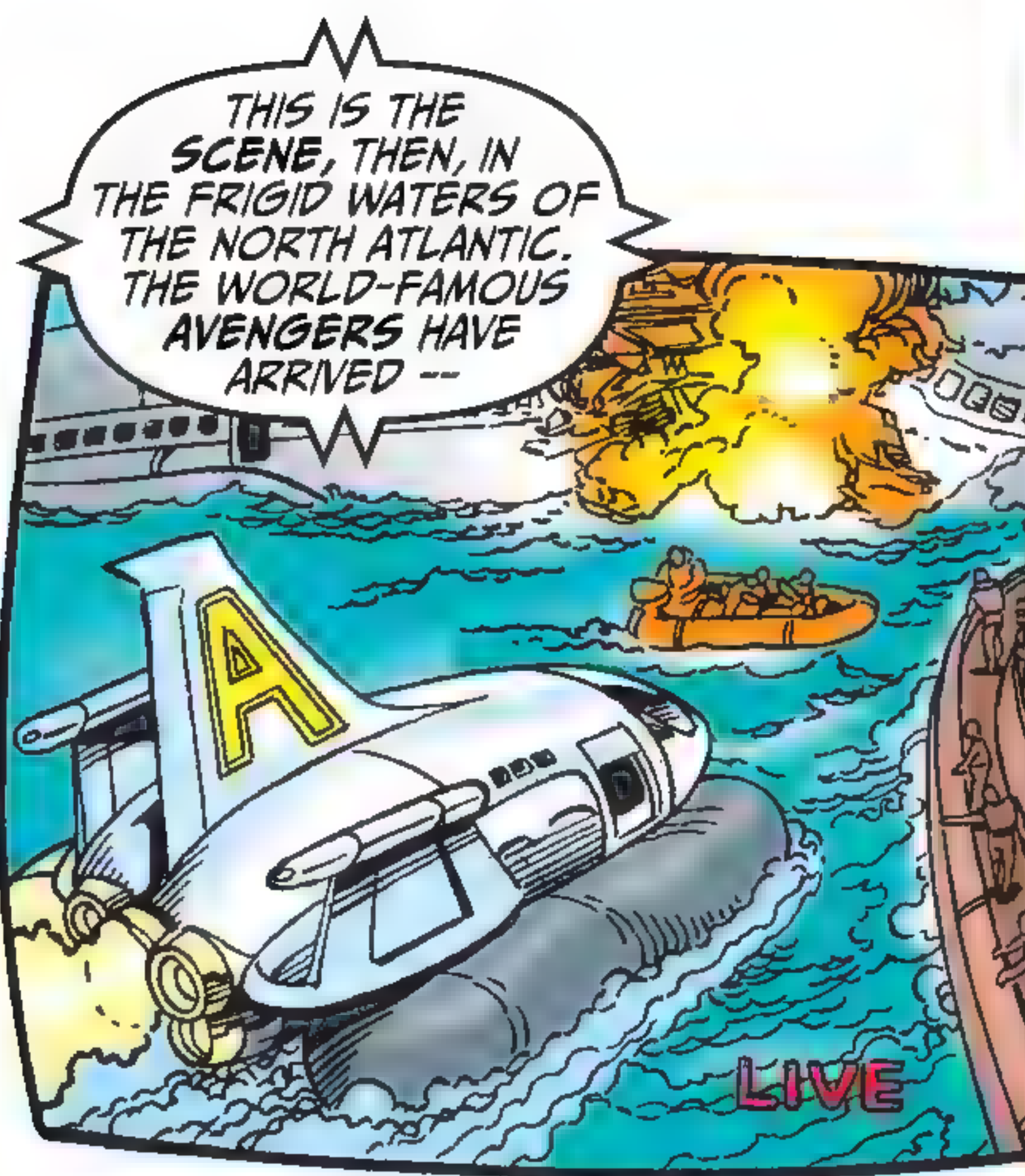
I'LL DO MY BEST, CAP.



AND HAWKEYE -- YOU ASSIST **RESCUE** WORKERS IN GETTING PASSENGERS TO SHORE.

WHAAAAT?!

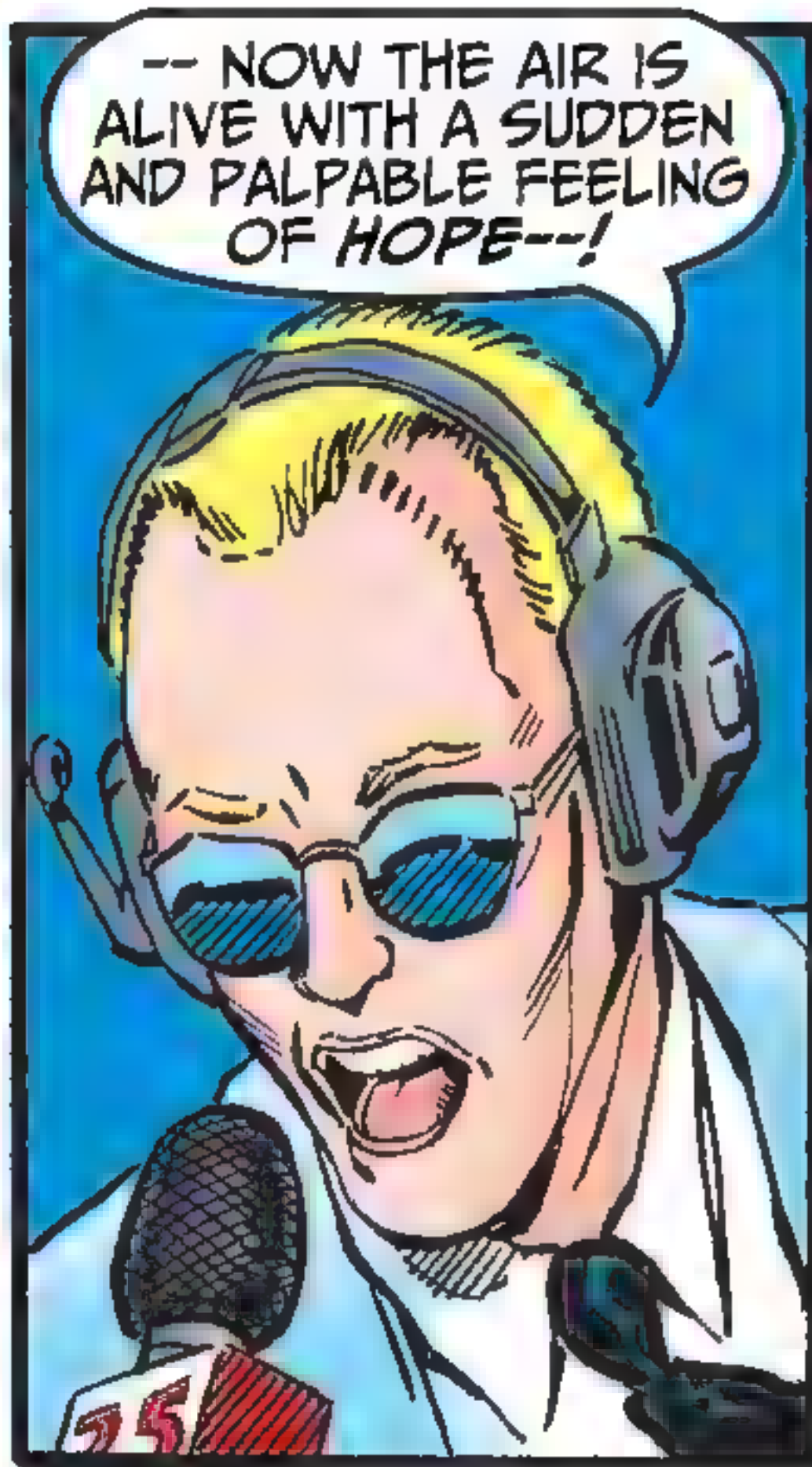




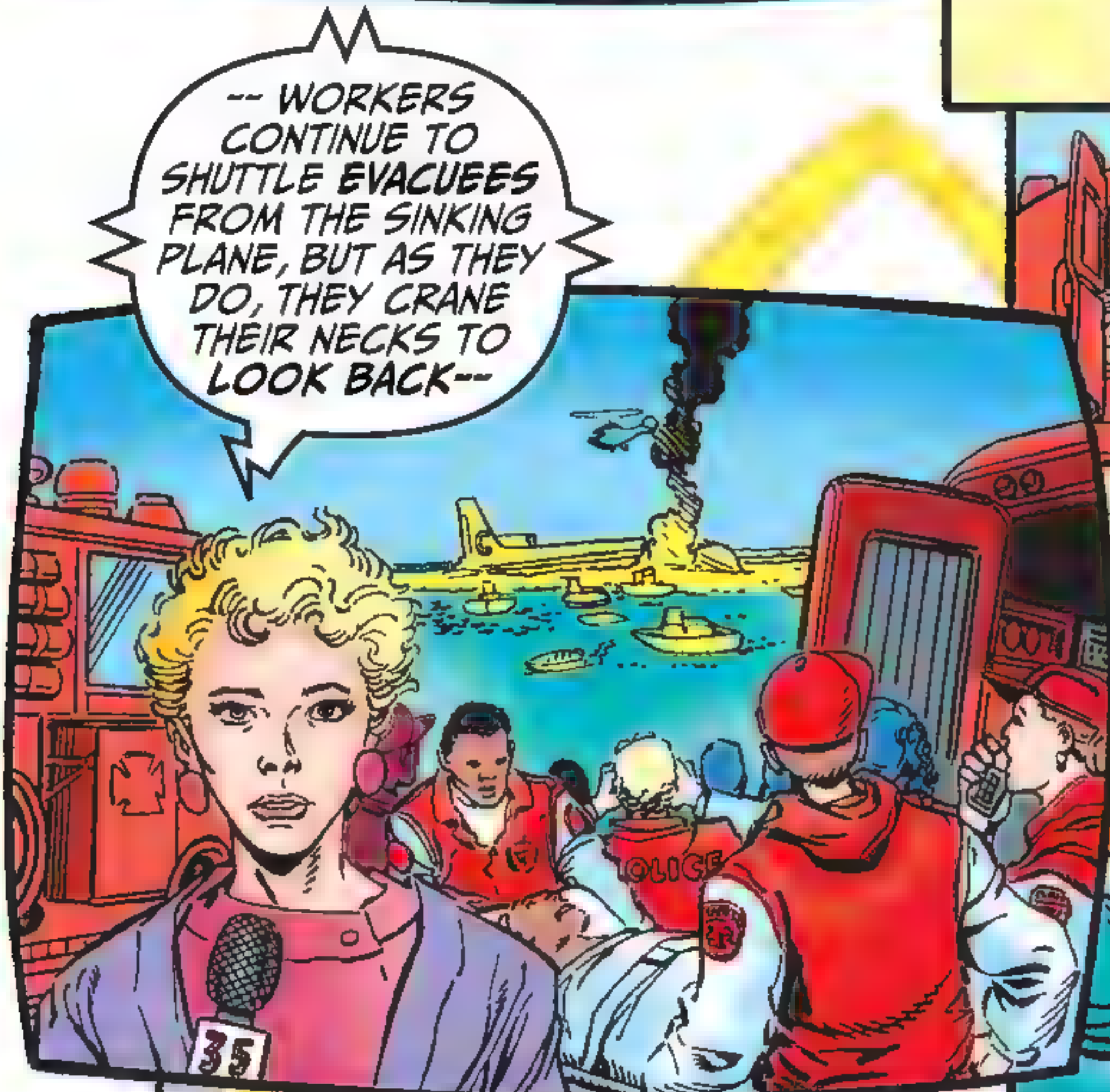
THIS IS THE SCENE, THEN, IN THE FRIGID WATERS OF THE NORTH ATLANTIC. THE WORLD-FAMOUS AVENGERS HAVE ARRIVED --



-- AND WHERE ONCE THE MOOD WAS DESPAIRING, AND THE BATTLE A LOSING ONE --



-- NOW THE AIR IS ALIVE WITH A SUDDEN AND PALPABLE FEELING OF HOPE--!



-- WORKERS CONTINUE TO SHUTTLE EVACUEES FROM THE SINKING PLANE, BUT AS THEY DO, THEY CRANE THEIR NECKS TO LOOK BACK--



-- A BREATHTAKING SIGHT, EVEN FOR COLD, EXHAUSTED REFUGEES, HUDDLED ON THIS ROCKY SHORE --



"-- AS THE MIGHTY AVENGERS SWING SMOOTHLY AND EFFICIENTLY INTO ACTION --"

-- DO YOU MEAN, "ASSIST RESCUE WORKERS?" I CAN REACH THOSE TRAPPED PASSENGERS LESS DESTRUCTIVELY THAN THOR OR WARBIRO

I'VE MADE MY CALL, HAWKEYE! NOW --

I HEARD YOU -- BUT IT'S THE WRONG CALL! LOOK, THIS ISN'T ABOUT GRANDSTANDING -- IT'S ABOUT GETTING THE JOB DONE!

I KNOW YOU'RE MAD ABOUT THE FIASCO IN THE BANK, AND THE WAY I FORCED FIRESTAR AND JUSTICE ONTO THE TEAM AS RESERVES,* BUT --

I SAID I MADE MY CALL, HAWKEYE! THIS ISN'T THE TIME OR PLACE TO DISCUSS IT! NOW MOVE!

FINE! BUT THIS ISN'T OVER! NOT BY --

CAP! EVERYONE!

LOOK--

*LAST ISSUE -- TOM.

"-- UP IN THE SKY!"

NOW THERE'S A SIGHT, EH, HYPERION? SIX LITTLE RATS, CAUGHT IN A TRAP -- AND WE'RE THE TRAP!

CAN THE SMART REMARKS, DR. SPECTRUM -- THIS IS SERIOUS BUSINESS!

YOU THOUGHT YOU COULD GET AWAY WITH THIS -- DIDN'T YOU, AVENGERS, OR WHOEVER YOU REALLY ARE? YOU THOUGHT YOU HAD EVERYONE FOOLED!

BUT YOU DIDN'T COUNT ON US, DID YOU? YOU DIDN'T COUNT ON THE

SQUADRON SUPREME!

DR. SPECTRUM. SKYLARK. THE SHAPE. HAYWIRE. POWER PRINCESS. HYPERION. WHIZZER. MOONGLOW.

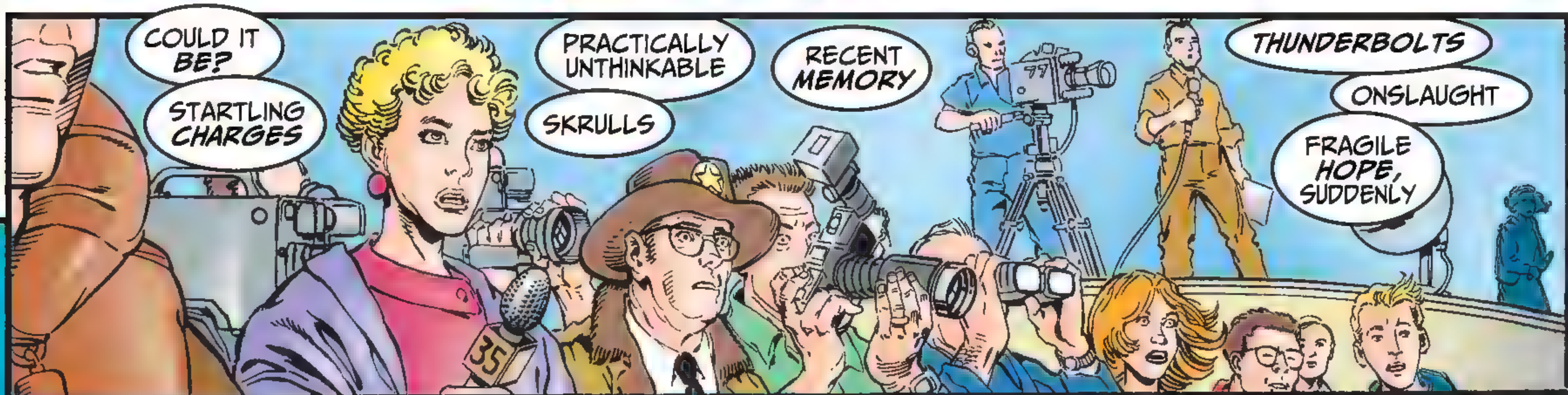
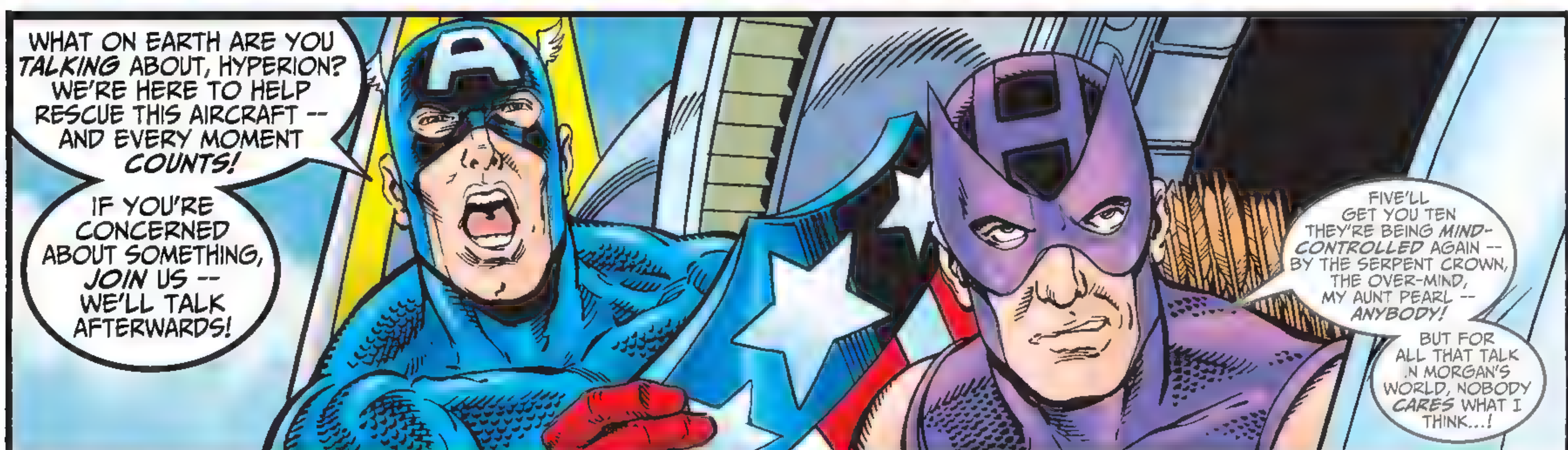
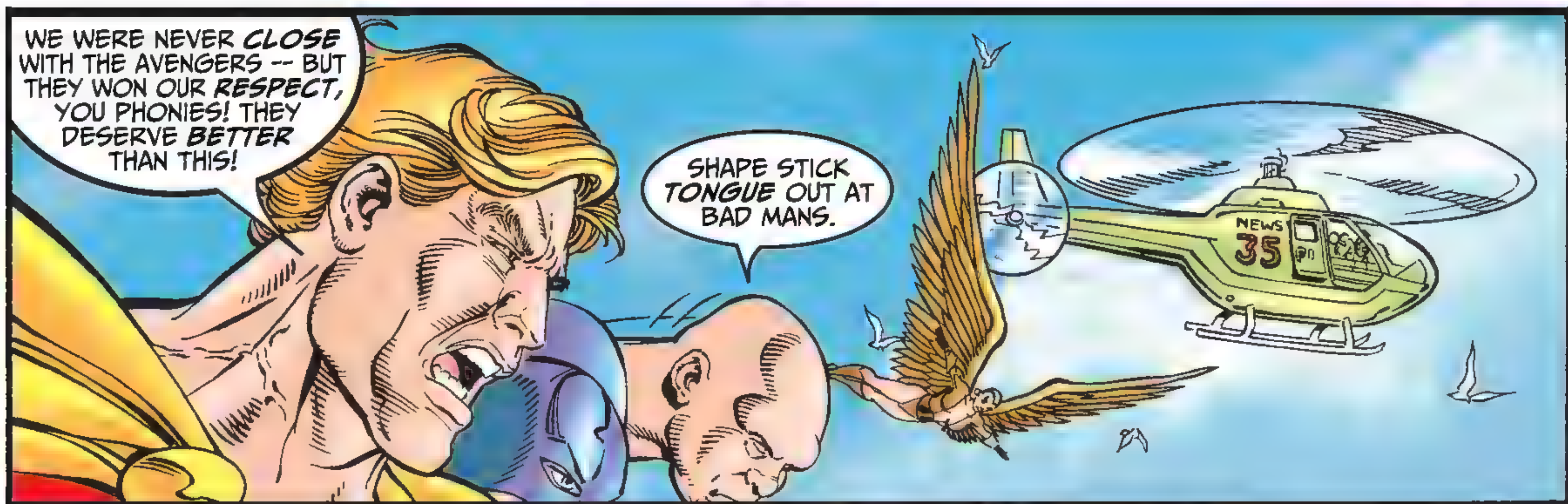
A WORLD'S GREATEST SUPER HEROES -- BUT NOT THIS WORLD'S.

THE CHAMPIONS OF A PARALLEL REALITY, THEY HAVE COME IN CONFLICT WITH THE AVENGERS AND OTHERS OF THIS WORLD'S HEROES OVER THE YEARS --

-- BUT RECENTLY, WHILE SAVING THEIR WORLD FROM A COSMIC THREAT, THEY WERE CAST OUT OF THEIR OWN UNIVERSE AND INTO OURS --

-- AND HAVE REMAINED TRAPPED HERE EVER SINCE, SEARCHING FOR A WAY BACK, A WAY HOME.

BUT NOW --



"--ATTACK!"

GOOD CALL,
WHIZZER.

AND I'LL
START IT OFF --
BY SHOWING THIS
IMITATION ASGARDIAN
WHAT REAL POWER
FEELS LIKE!

UHH!

THOU
SHOWEST ME
NOTHING I HAVE
NOT FELT BEFORE,
BASE ONE! FOR I
ASSURE THEE, I AM
THE THUNDER GOD
THAT HATH BESTED
YOU IN DAYS
PAST --

-- AND BY
MY FATHER'S
BEARD, I WILL
BEST THEE
AGAIN!

KRAK

H-AKHH!

YOUR REPULSOR
RAYS WON'T MAKE IT
THROUGH MY FLYING
SHIELD, "IRON MAN"! IF
YOU WERE THE GENUINE
ARTICLE, YOU'D
KNOW THAT!

I'VE
READ QUASAR'S
REPORTS ON YOU,
POWER PRINCESS.
BUT THERE'S NOTHING
LIKE FIRSTHAND
EXPERIENCE!

STILL,
DON'T WORRY --
I'VE GOT LOTS
OF OTHER
TRICKS!

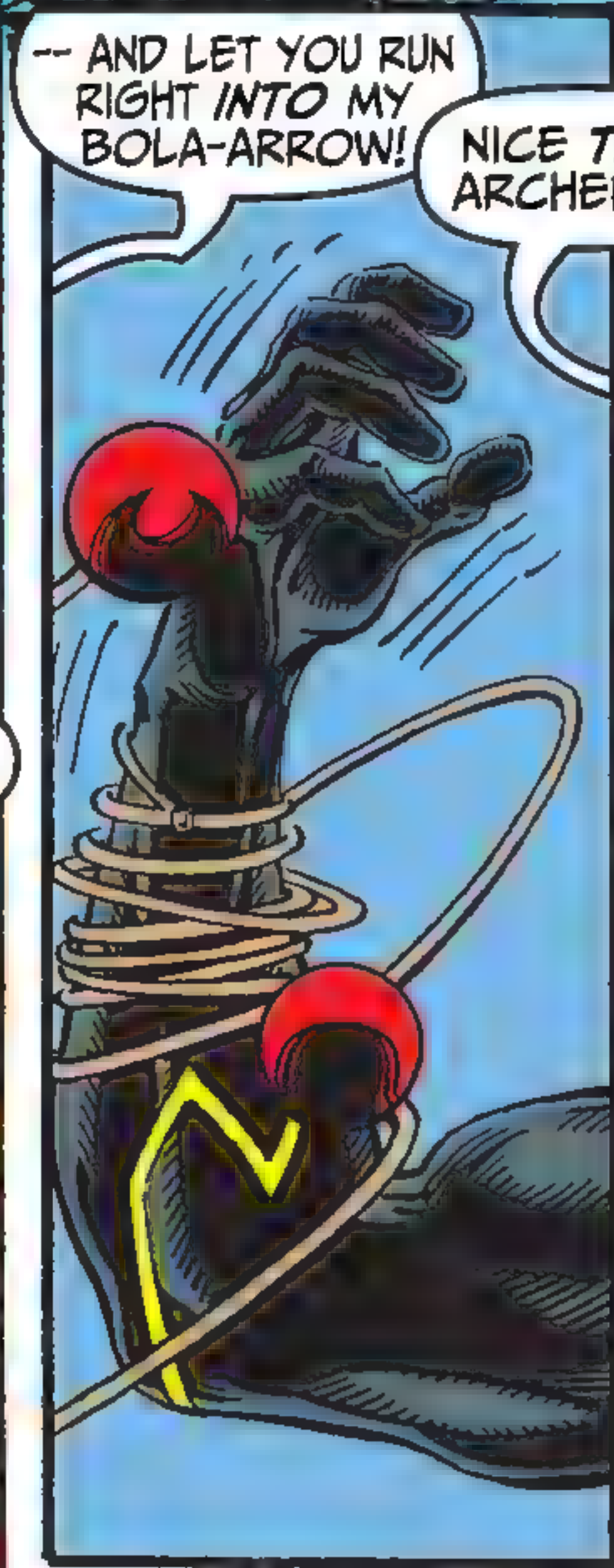
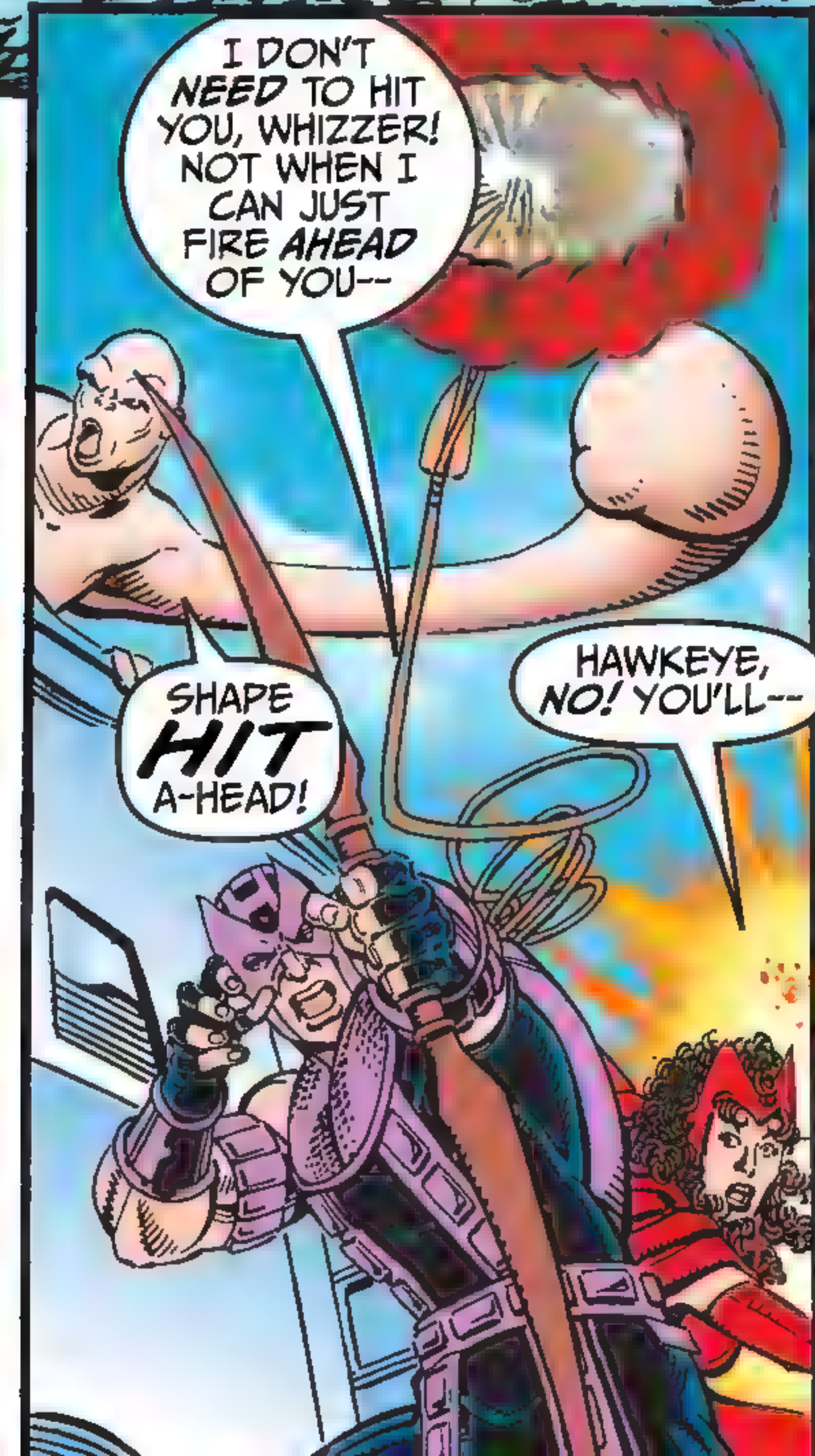
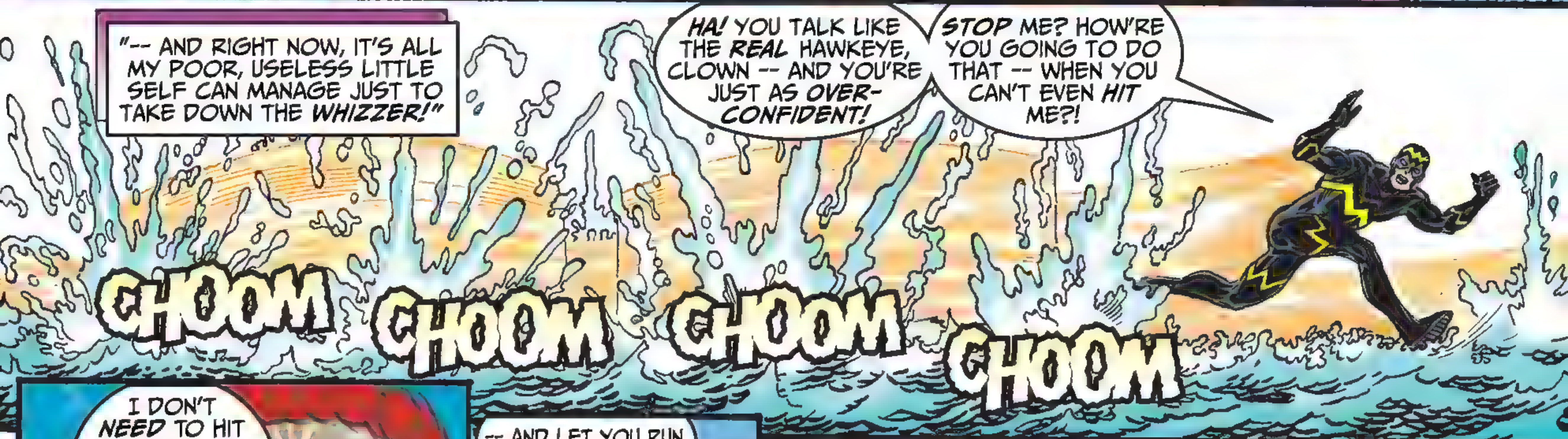
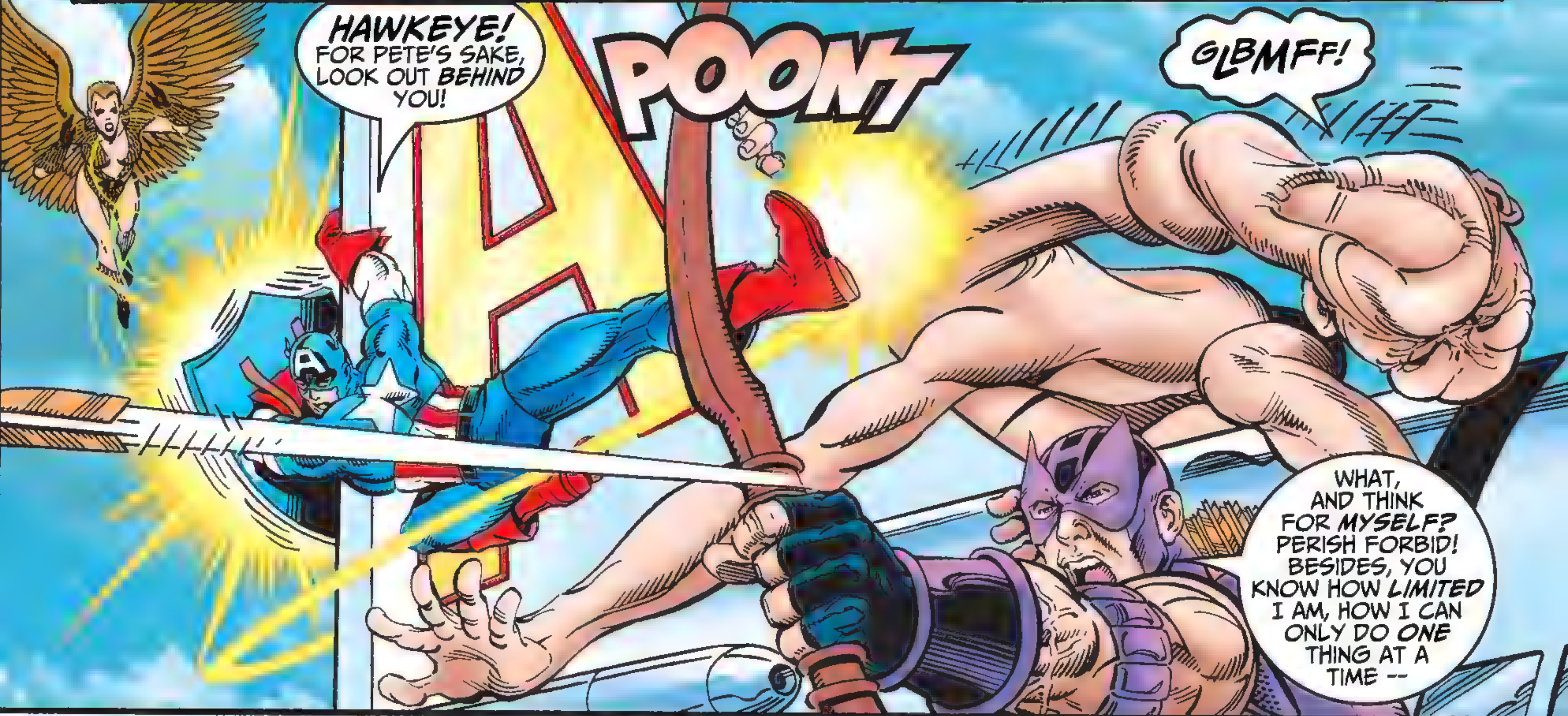
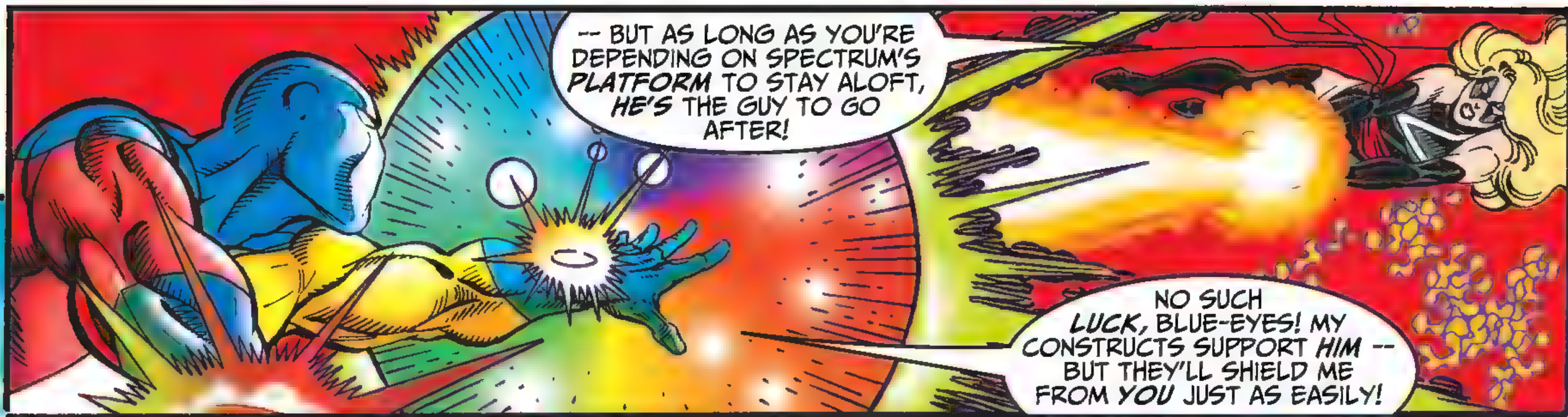
A SIMPLE
SPELL SHOULD
TAKE CARE OF YOU,
IMPOSTOR!

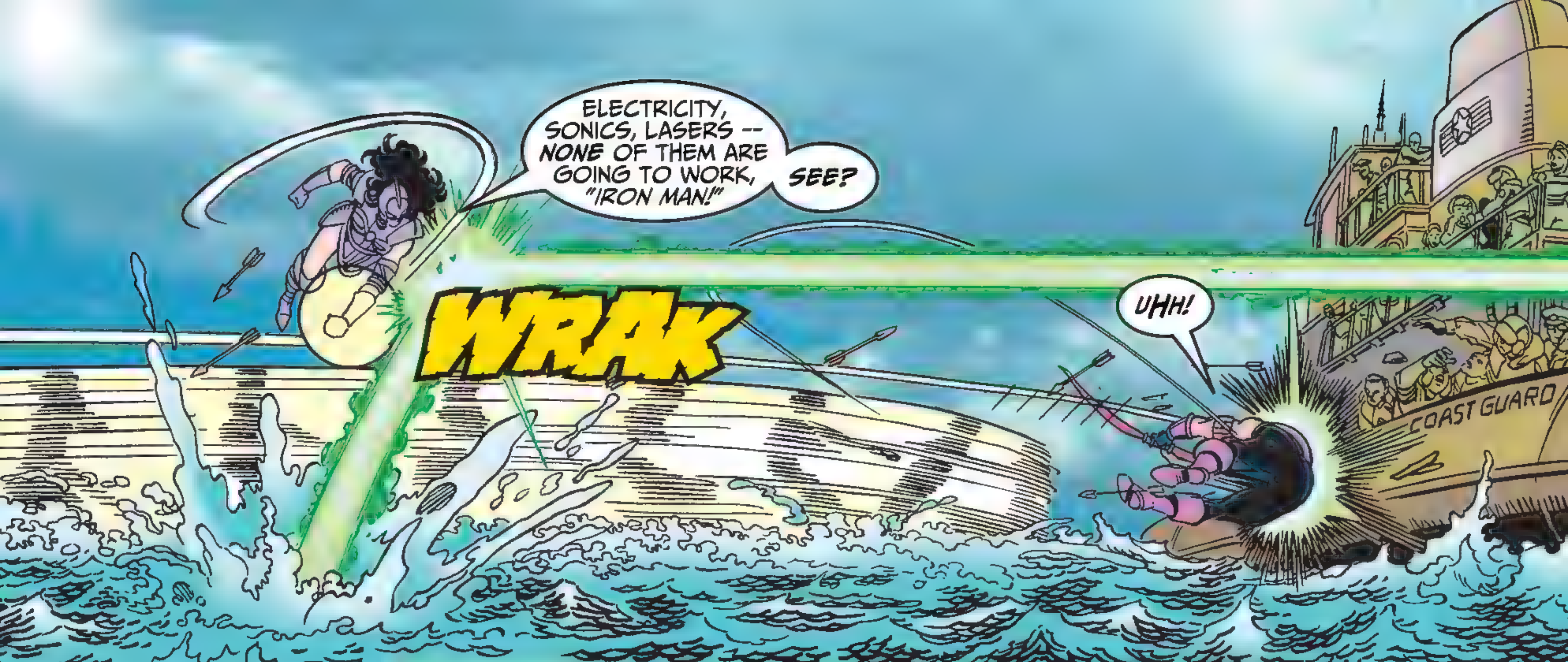
SORRY,
MOONGLOW --
IT'S NOT THAT
EASY!

HER
MAGIC-- I
CAN FEEL IT!
LIKE IT'S ALIVE --
LIKE I COULD
COMMUNICATE
WITH IT! WHAT'S
GOING ON --?

HEY, BABE --
WHAT'S THE
STORY? I'M NOT
GOOD ENOUGH
FOR YOU?

SORRY,
HAYWIRE --





ELECTRICITY,
SONICS, LASERS --
NONE OF THEM ARE
GOING TO WORK,
"IRON MAN!"

SEE?

WRAK

UHH!

COAST GUARD

STILL, SHE HASN'T
PUT ME OUT OF THE
FIGHT. MY EYE-SHIELDS
SLID INTO PLACE THE
MINUTE I HIT THE
WATER -- AND
THAT MEANS--

DOWN THERE -- THAT'S
THE *SPACECRAFT* THE
PROJECT PEGASUS TEAM
WAS AFTER IN THE
FIRST PLACE!

AND THOSE
MEN -- THEY'RE
LOOTING IT!

-- NOT
WHILE AN
AVENGER
NEEDS
HELP--!

COULDN'T
HEAR THE LAST
FEW WORDS SHE
SAID -- BUT I
THINK I GOT THE
GIST! THE LADY'S
GOOD -- NO
DOUBT ABOUT
THAT!

-- HUH?

THIS
WHOLE THING --
THE PLANE CRASH,
THE SQUADRON --
COULD IT BE JUST
A *DELAYING ACTION*,
TO LET SOMEONE
GET AT THE SPACE-
CRAFT *FIRST?*

I'D LOVE
TO GRAB ONE
OF THOSE LOOTERS
AND FIND OUT JUST
WHAT'S UP -- BUT IT
LOOKS LIKE I WON'T
GET THAT
CHANCE --

SHOOOON



BUT EVEN AS IRON MAN RESCUES THE GROGGY HAWKEYE --

BRACK

I'VE GOT HIM, BELOVED! NOW BATTER HIM UNCONSCIOUS -- BEFORE HE BREAKS FREE!

WRACK

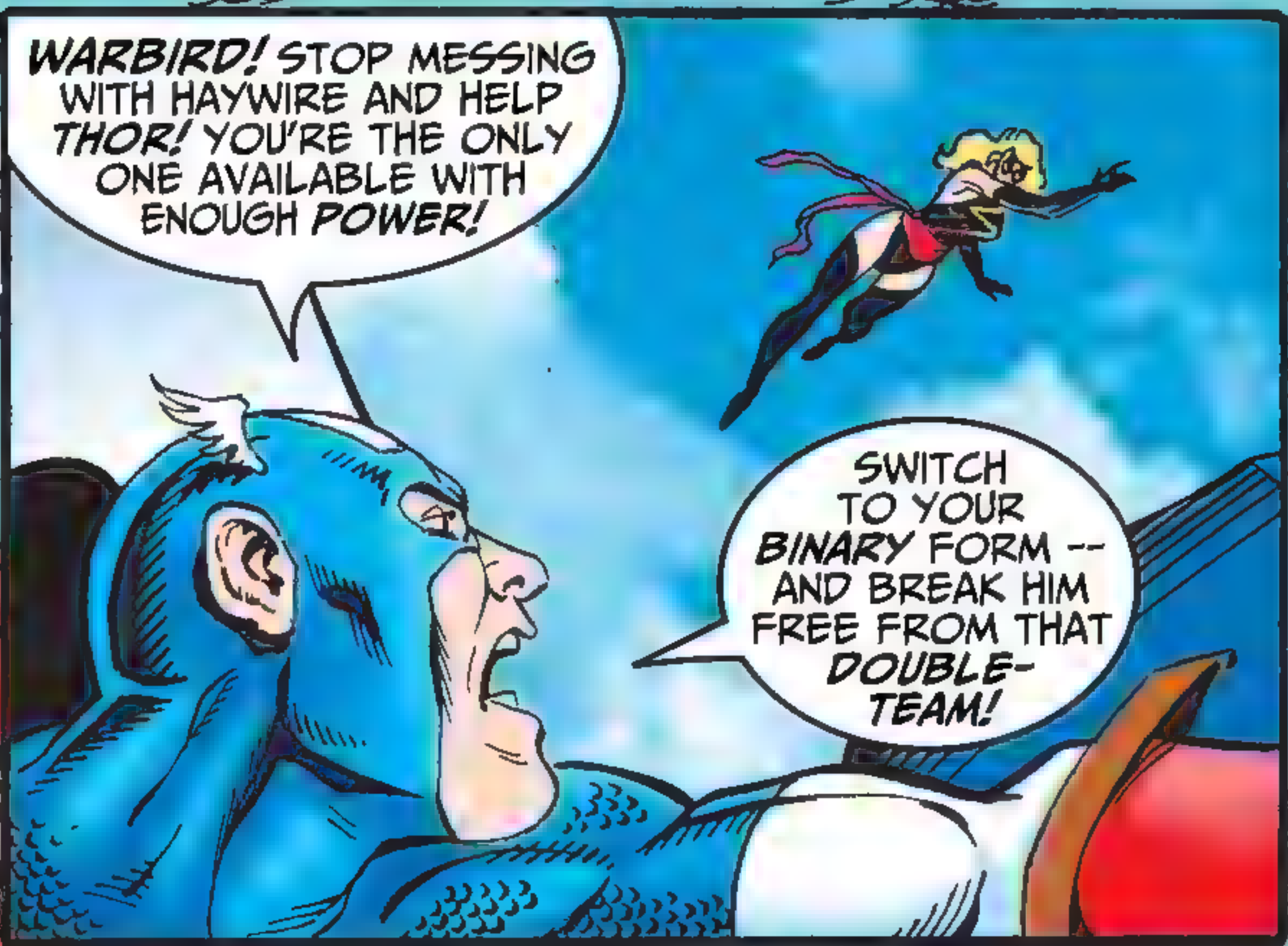
THUD

I DON'T MUCH LIKE THIS, ZARDA -- BUT IF WE'RE GOING TO EXPOSE THESE IMPOSTORS FOR WHAT THEY TRULY ARE --

HA HA! SHAPE NOT HURT!

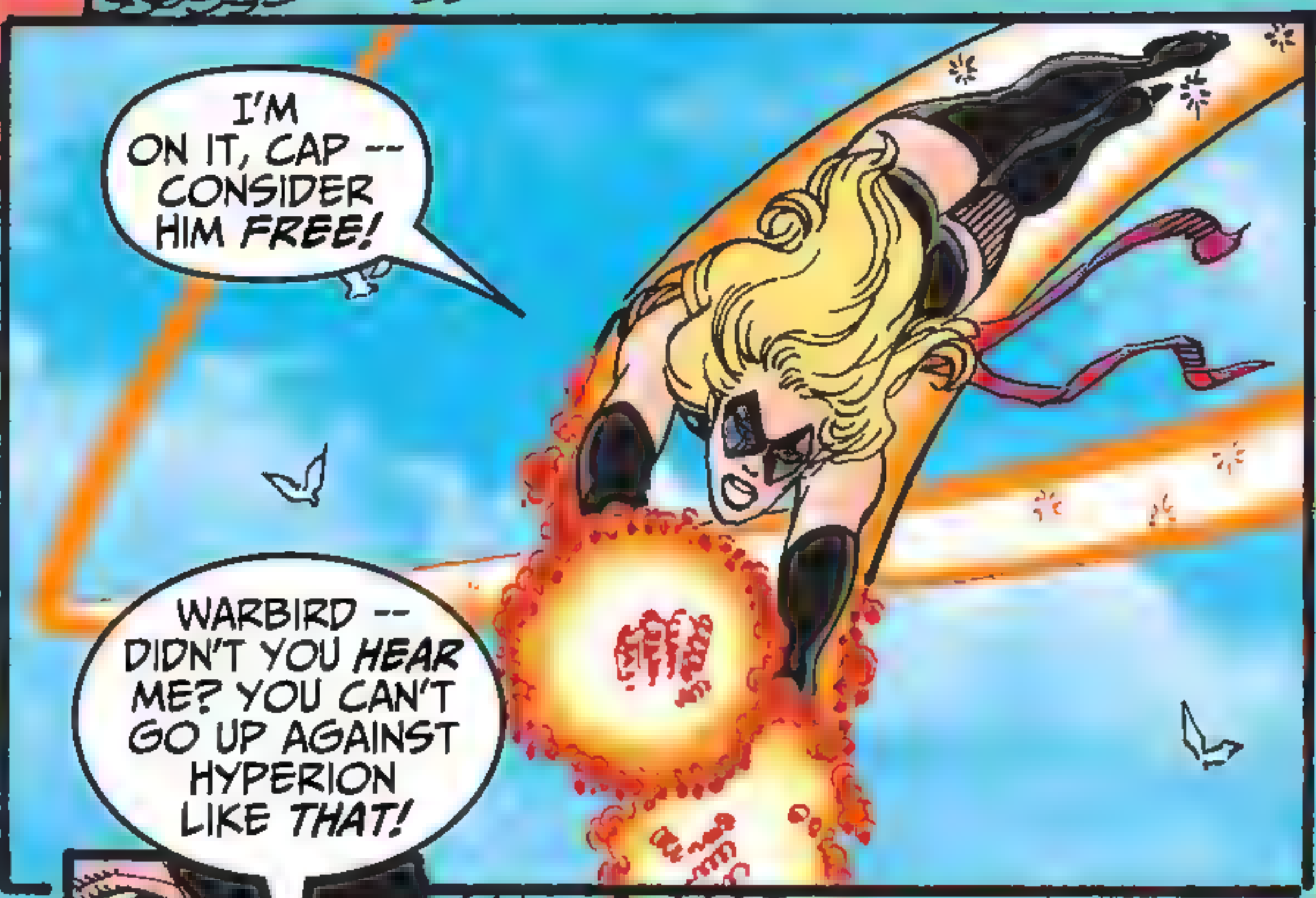
WHOA! NO FAIR! NO FAIR!

HAYWIRE OVERBOARD!



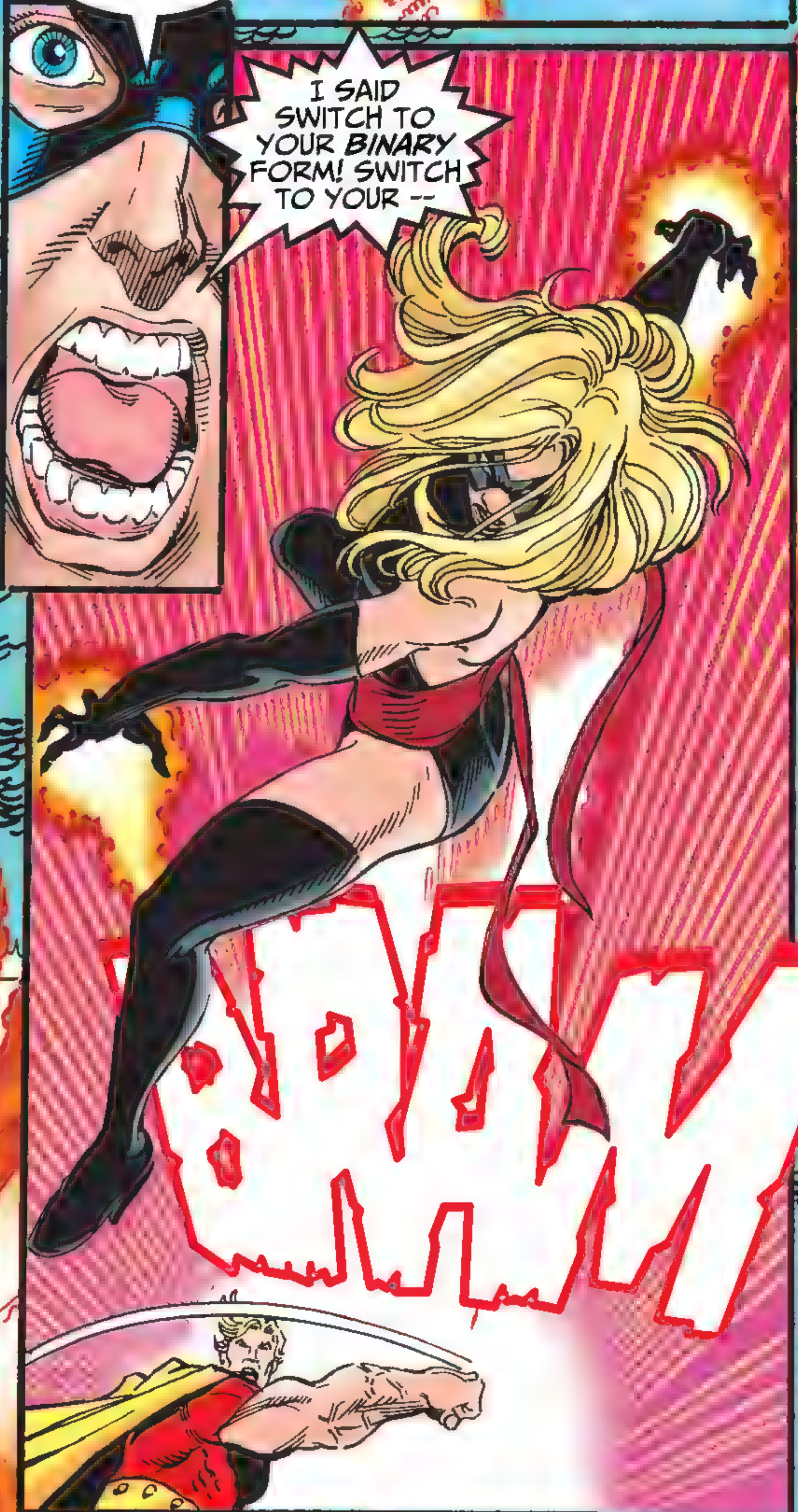
WARBIRD! STOP MESSING WITH HAYWIRE AND HELP THOR! YOU'RE THE ONLY ONE AVAILABLE WITH ENOUGH POWER!

SWITCH TO YOUR BINARY FORM -- AND BREAK HIM FREE FROM THAT DOUBLE-TEAM!



I'M ON IT, CAP -- CONSIDER HIM FREE!

WARBIRD -- DIDN'T YOU HEAR ME? YOU CAN'T GO UP AGAINST HYPERION LIKE THAT!



I SAID SWITCH TO YOUR BINARY FORM! SWITCH TO YOUR --

UH-OH. CAROL WOULD HAVE SWITCHED TO BINARY IF SHE COULD -- SO THAT MUST MEAN SHE CAN'T ANY MORE! BUT -- IF THAT'S TRUE--
-- WHY DIDN'T SHE TELL ANYONE? WHAT GOOD DOES IT DO?

LOOK AT ME, WITCH! I DON'T KNOW HOW YOU'RE DIFFUSING MY SPELLS, BUT BY HECATE, YOU'LL AT LEAST LOOK AT ME WHEN I'M FIGHTING YOU!

ENOUGH! I KNOW WE'RE OUT OF PRACTICE AS A TEAM, BUT THIS IS RIDICULOUS! COME HERE, SHAPE --
HUH?

-- I NEED TO BORROW YOU!
OFF!
SHAPE SORRY, MOONGLOW!
AHH!

THAT OUGHT TO KEEP HER OFF YOU FOR A MOMENT OR TWO, WANDA! CAN YOU DO SOMETHING TO EVEN UP THE ODDS A BIT FOR THOR?
I MAY BE ABLE TO DO EVEN BETTER THAN THAT, CAP! THERE'S THIS FEELING THAT'S BEEN TICKLING AT THE BACK OF MY MIND, AND I THINK --

THE YOUNG MUTANT WITCH CONCENTRATES --
-- AND FROM A PLACE BEYOND SPACE ITSELF, SHE FEELS A STRANGELY FAMILIAR ENERGY FLOOD INTO HER --

-- INTO HER AND THROUGH HER --

-- UNTIL --

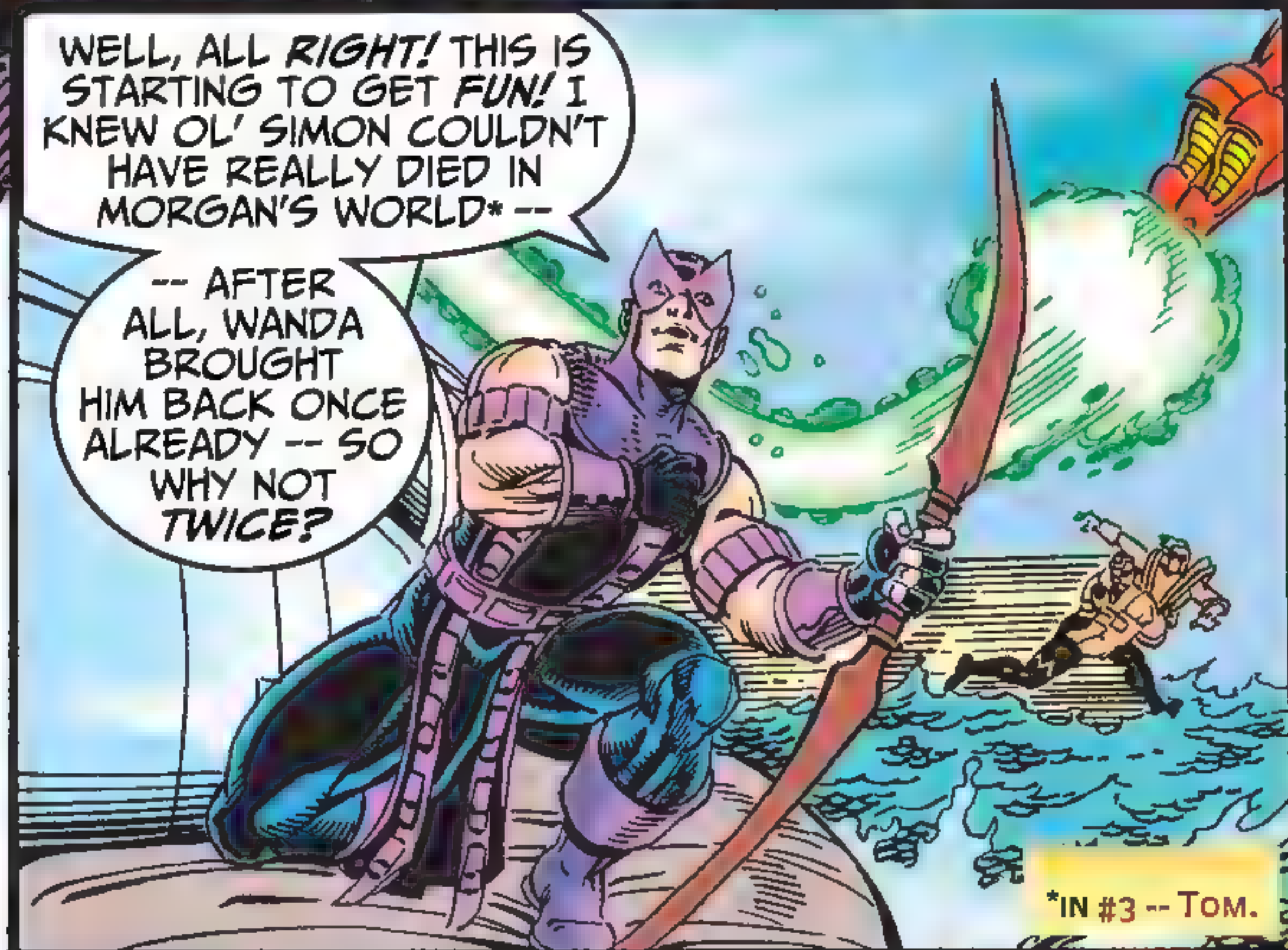




GET YOUR GRUBBY PAWS OFF THOR, YOU TWO! HE MAY BE A LITTLE POMPOUS FROM TIME TO TIME --

-- BUT HE'S A FRIEND OF MINE!

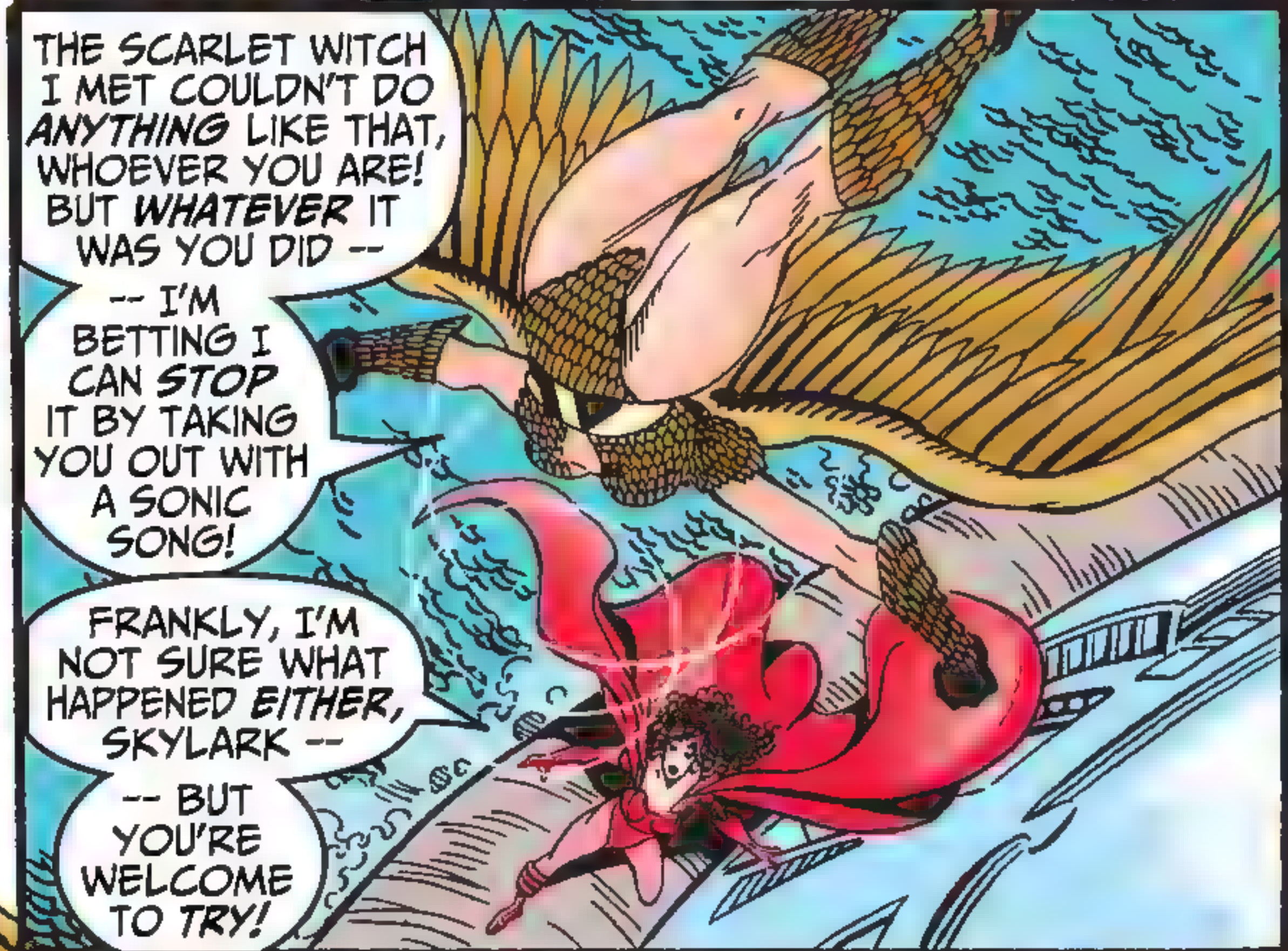
WONDER MAN --?



WELL, ALL RIGHT! THIS IS STARTING TO GET FUN! I KNEW OL' SIMON COULDN'T HAVE REALLY DIED IN MORGAN'S WORLD* --

-- AFTER ALL, WANDA BROUGHT HIM BACK ONCE ALREADY -- SO WHY NOT TWICE?

*IN #3 -- TOM.



THE SCARLET WITCH I MET COULDN'T DO ANYTHING LIKE THAT, WHOEVER YOU ARE! BUT WHATEVER IT WAS YOU DID --

-- I'M BETTING I CAN STOP IT BY TAKING YOU OUT WITH A SONIC SONG!

FRANKLY, I'M NOT SURE WHAT HAPPENED EITHER, SKYLARK --

-- BUT YOU'RE WELCOME TO TRY!

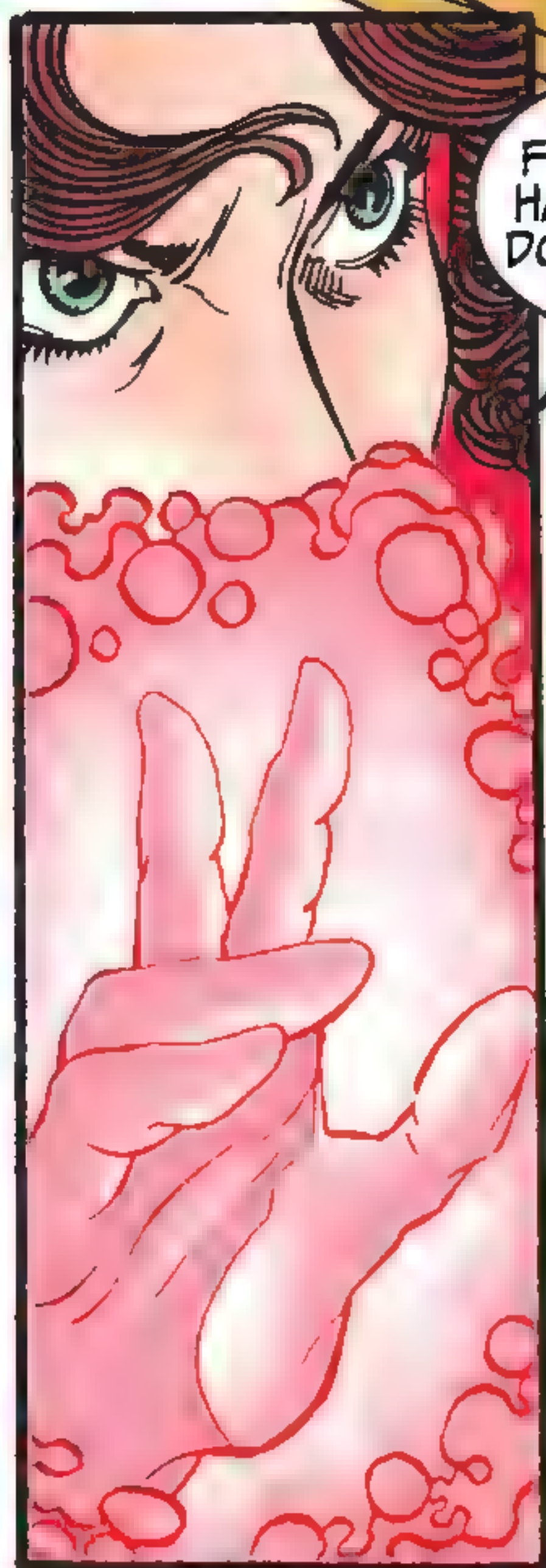


CHK

NEED ANY HELP, WANDA? JUST SAY THE WORD, AND BR'ER HAWKEYE'S BACKIN' YOU UP!



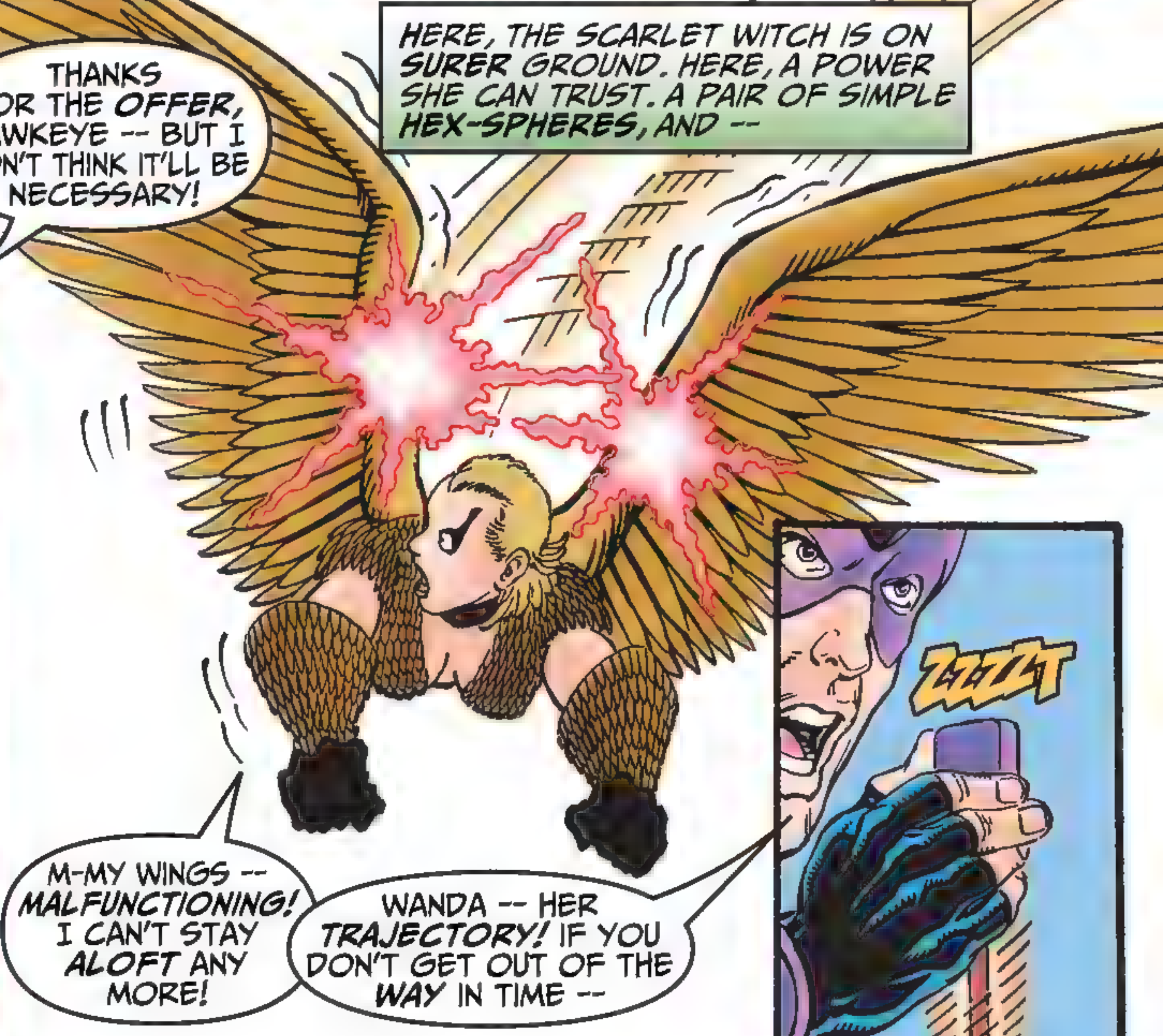
SNK



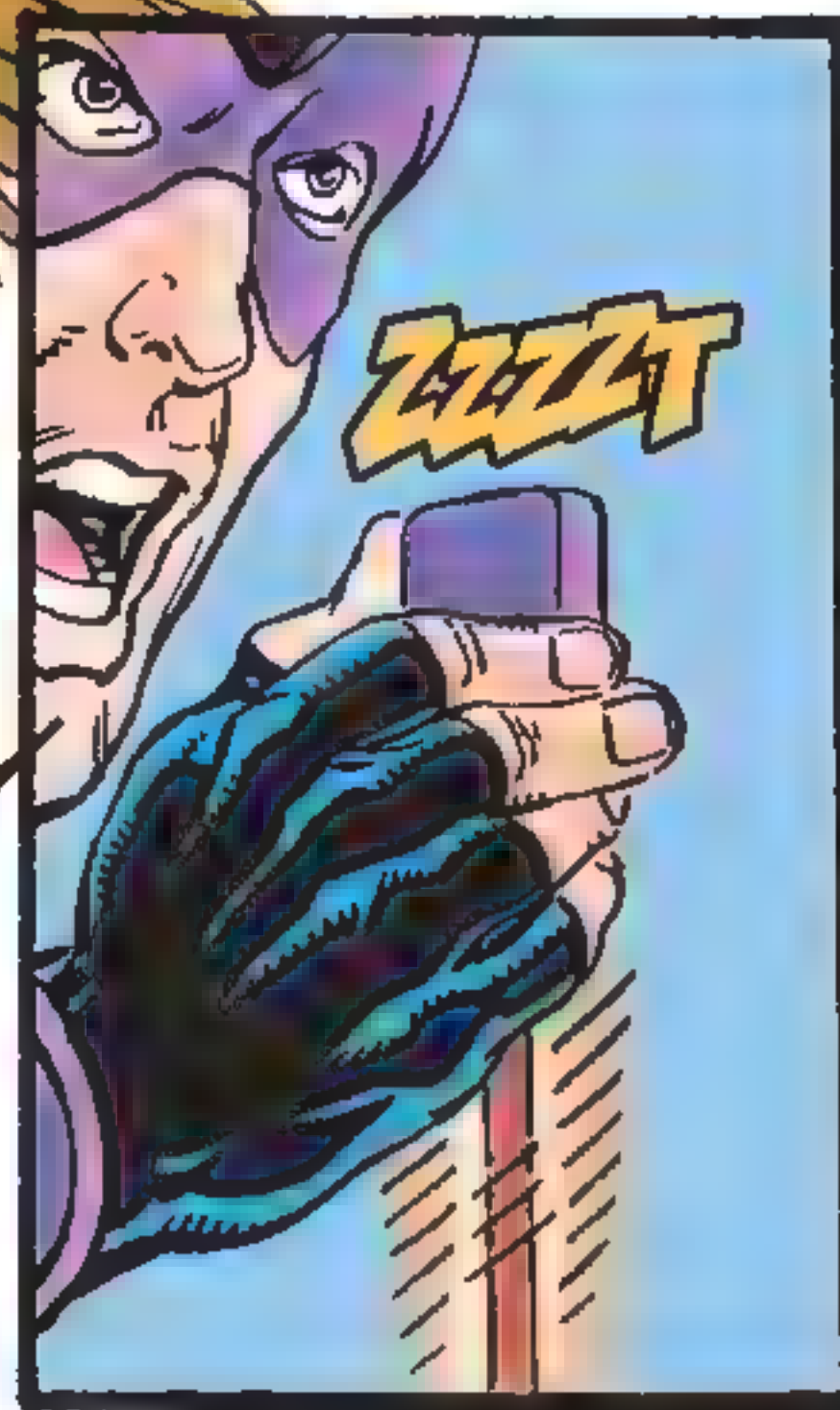
THANKS FOR THE OFFER, HAWKEYE -- BUT I DON'T THINK IT'LL BE NECESSARY!

M-MY WINGS -- MALFUNCTIONING! I CAN'T STAY ALOFT ANY MORE!

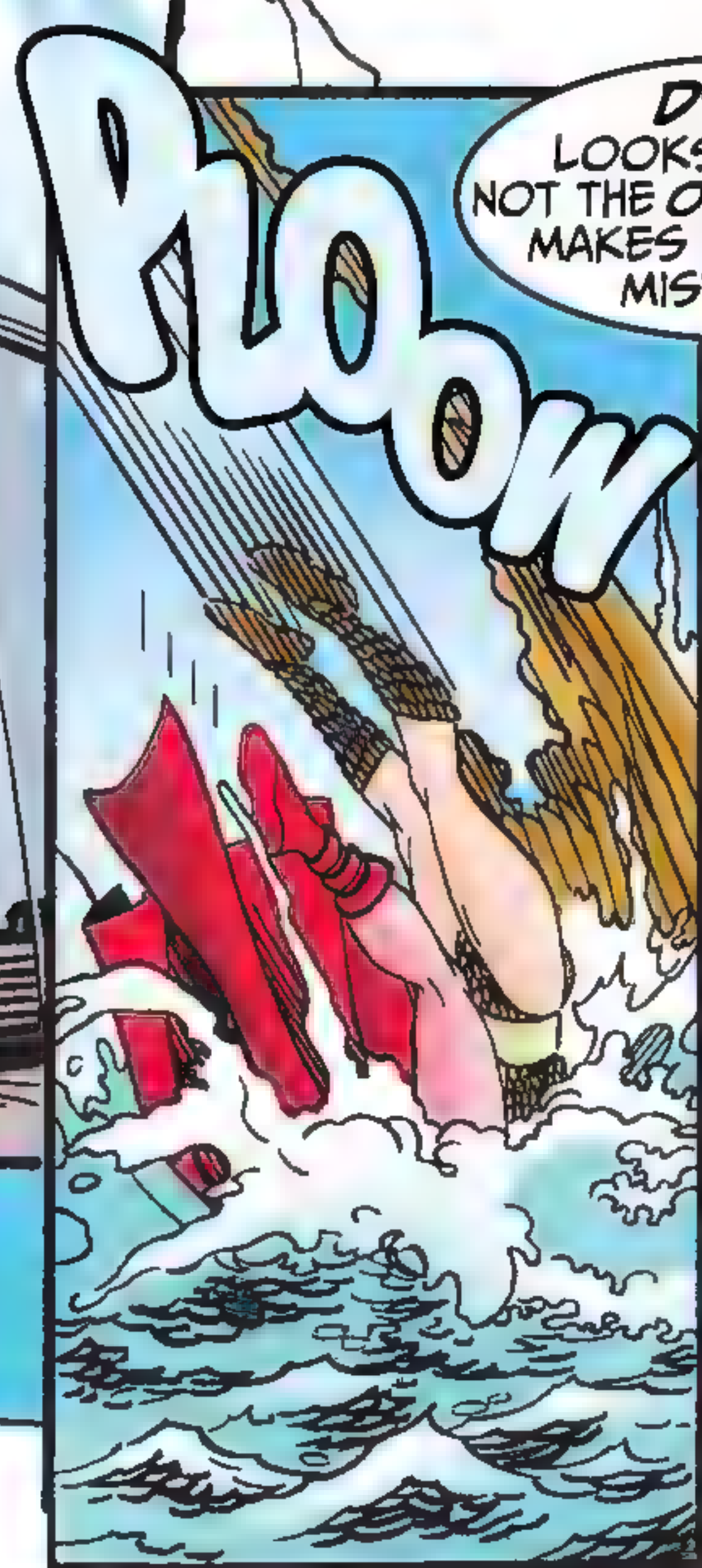
WANDA -- HER TRAJECTORY! IF YOU DON'T GET OUT OF THE WAY IN TIME --



HERE, THE SCARLET WITCH IS ON Surer GROUND. HERE, A POWER SHE CAN TRUST. A PAIR OF SIMPLE HEX-SPHERES, AND --



ZZZT



D'OH!
LOOKS LIKE I'M
NOT THE ONLY ONE WHO
MAKES BONEHEAD
MISTAKES!



HEY, CAP!
WANDA NEEDS
FISHIN' OUTTA
THE DRINK! I'D
DO IT --

-- BUT I'M BUSY
TEACHIN' TWINKLETOES
HERE ABOUT OVER-
CONFIDENCE!

YOU
REALLY WANT TO DO
THIS AGAIN, FAKE-EYE?
HERE, I'LL EVEN SLOW DOWN
TO THE POINT WHERE YOU HAVE
A PRAYER OF HITTING ME --

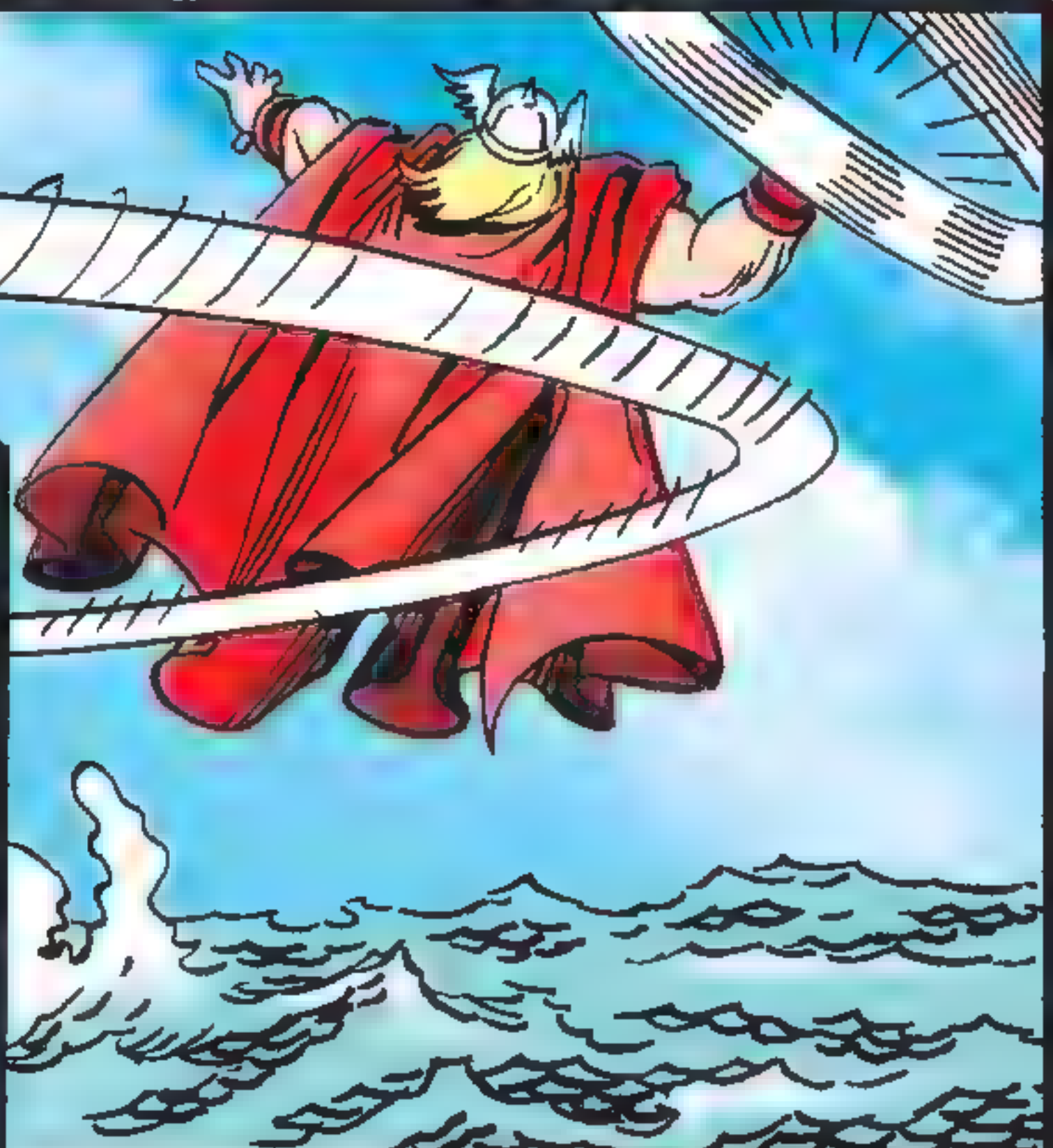
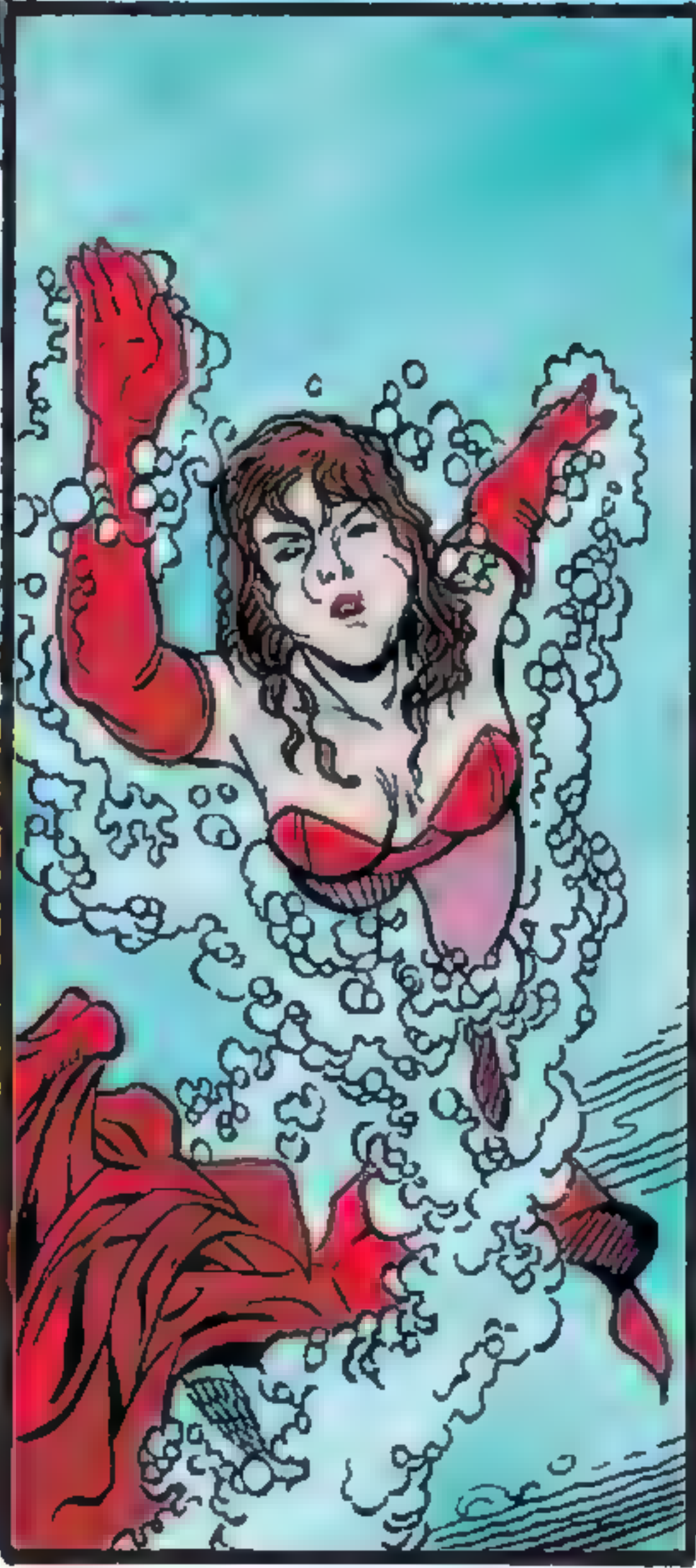
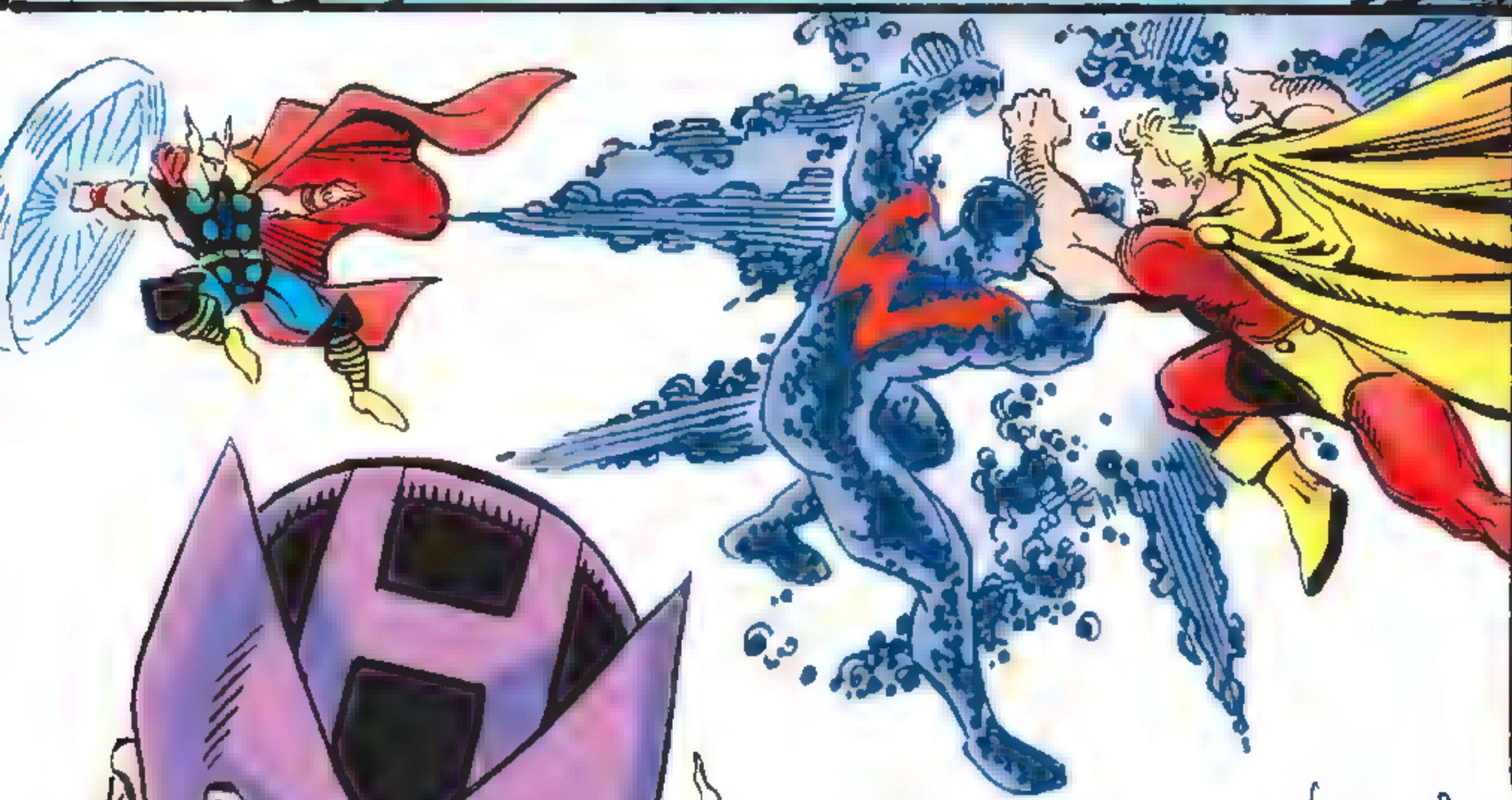
-- HITTING ME, THAT IS,
IF I WEREN'T VIBRATING
MYSELF INTANGIBLE AT
SUPER-SPEED!

SNEK

KLAG

KRAMM

OHH!



GOT
YOU,
WANDA!

Aww, DID
HAWKEYE FIRE
A BOOMERANG
ARROW? THAT'S TOO
BAD, WHIZZER --
FOR YOU!

ESPECIALLY
SINCE CAP BEAT
YOU YEARS AGO
WITH THE SAME TRICK --
SO I GUESS ONLY ONE
OF US ACTUALLY
LEARNS FROM HIS
MISTAKES!

THANKS,
CAP! I THINK
I SAW HAYWIRE
GOING FOR
SKYLARK...!



SO OKAY,
LET'S SEE HOW
EVERYONE
ELSE IS --

-- Uh-Oh.
HYPERION
FINALLY WENT
AND GOT THOR
MAD--!

I
SAY THEE
ENOW, BASE
VILLAIN!

I CHALLENGE
THEE TO **SETTLE** THIS,
NOT BY VILE TREACHERY,
BUT BY TIME-HONORED
SINGLE COMBAT!

WE TWAIN
SHALL BATTLE --
WE, AND **NONE**
OTHER! AND LET
HE WHO IS MOST
RIGHTEOUS REAP
THE VICTORY
OF **TRUTH!**

Oh, YOU'D
LIKE THAT,
WOULDN'T YOU, YOU
TRANSPARENT
FAKE!

THAT'S
ALL YOU **EVER**
WANTED, ISN'T IT --
TO PLAY THE ROLE
OF **HERO**, NO MATTER
WHO GETS HURT. ALL
YOU'VE DONE IS
FIGHT, AND
DELAY US --

-- BUT WE
TRIUMPHED
ANYWAY, HOLDING
YOU **BACK** --

"-- AND BUYING Dr.
SPECTRUM THE TIME
HE NEEDED TO SAVE THE
SINKING AIRPLANE!"

YOU'D
HAVE HAPPILY
LET EVERYONE ON
THAT PLANE **DIE** --
AS LONG AS YOU HAD
YOUR MOMENT OF
STOLEN GLORY IN
FRONT OF THE TV
CAMERAS!

LIAR!

'T WAS
THOU WHO BEGAN
THIS COMBAT -- THOU
WHO SOUGHT TO KEEP US
FROM GIVING SUCCOR TO
THE NEEDY! AND NOW
THOU CLAIMST --

THOR!

THOR, LET IT GO!
THE PLANE IS SAFE --
AND THAT'S WHAT
WE CAME HERE TO
ACCOMPLISH! THAT'S
ALL THAT REALLY
MATTERS!

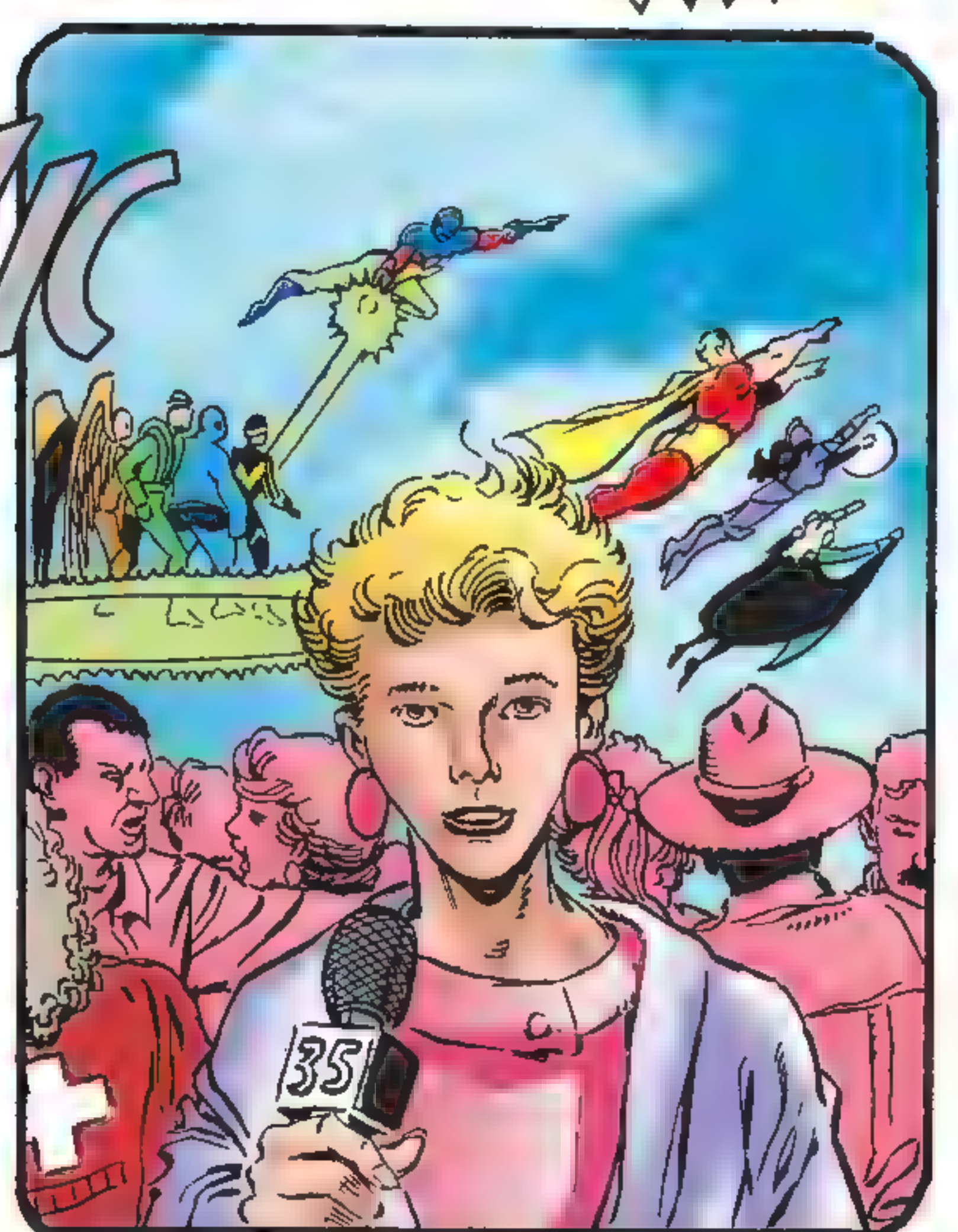
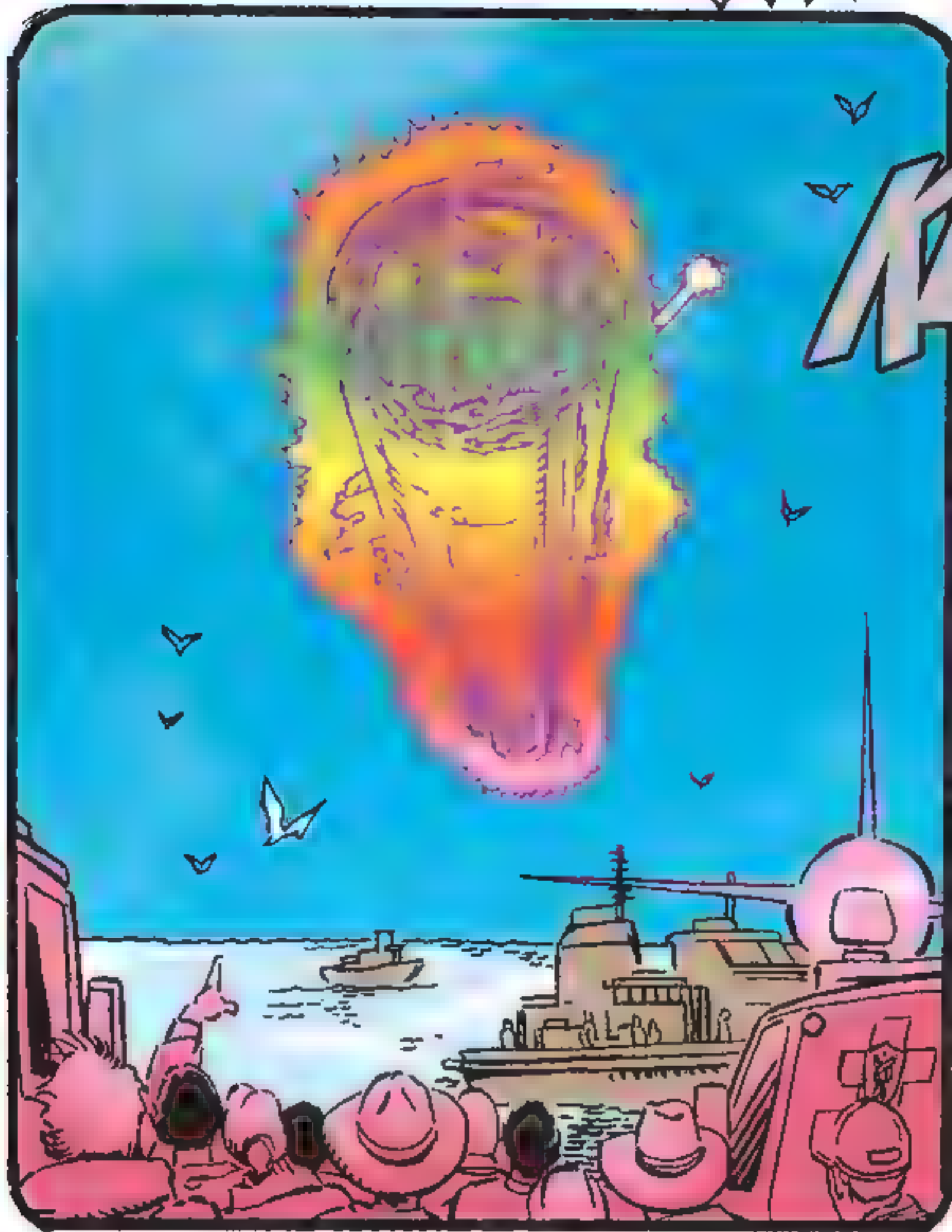
AS FOR
THE REST, I
DON'T KNOW WHY
THE SQUADRON IS
SO INSISTENT ON
LYING ABOUT
US --

-- BUT I'M
CONTENT TO
STAND ON OUR
RECORD. THE
PEOPLE WILL
BELIEVE
US.

"-- WAS THE **STARTLING SIGHT**, EARLIER TODAY, AS THE SQUADRON SUPREME SAVED CHAMPIONAIR FLIGHT 88, AFTER BATTLING THE **AVENGERS** TO A --

"-- DISTURBING ALLEGATIONS ABOUT THE PREVIOUSLY-ASSUMED GENUINE '**HEROES**' RETURN, AS THE WORLD LEARNED THE AVENGERS MAY NOT BE --

"-- ADDING TO THE QUESTIONS IS THE APPEARANCE OF **WONDER MAN**, AN AVENGER KNOWN TO HAVE DIED BEFORE THE ONSLAUGHT DISASTER --"



THIS IS WHACKO -- AND I MEAN **TOTALLY WHACKO!** WONDER MAN'S MAYBE NOT DEAD AFTER ALL --

-- AN' INSTEAD OF IT BEING **GOOD NEWS**, IT'S TAKEN AS EVIDENCE THAT WE'RE ALL A BUNCH OF **FAKES?!**

HEY, COME TO THINK OF IT -- WHERE IS **SIMON**, ANYWAY?

HE VANISHED WHEN THE BATTLE WAS OVER, **HAWKEYE**. IF YOU HADN'T BEEN INSISTING ON CHASING THE SQUADRON, YOU'D HAVE NOTICED.

LOOK, I'D LIKE TO KNOW WHAT'S GOING ON WITH **WONDER MAN**, TOO -- BUT HE'S NOT THE ISSUE WE HAVE TO **DEAL** WITH RIGHT NOW.

THE GOVERNMENT HAS TO TAKE THIS **SERIOUSLY**, AFTER THE THUNDERBOLTS TURNED OUT TO BE **VILLAINS**, AND THE NEWS OF THE **SKRULL INFILTRATION** --*

*IN T-BOLTS #10 AND CAP #6, RESPECTIVELY -- TOM.

BUT THAT'S **BULL**, FREEMAN! WE'RE THE ONES PUT THE KIBOSH ON THE '**BOLTS**' PLANS! AND AS FOR THE **SKRULLS**, CAP --

IT DOESN'T **MATTER**, **HAWKEYE**. IT JUST **DOESN'T** MATTER.

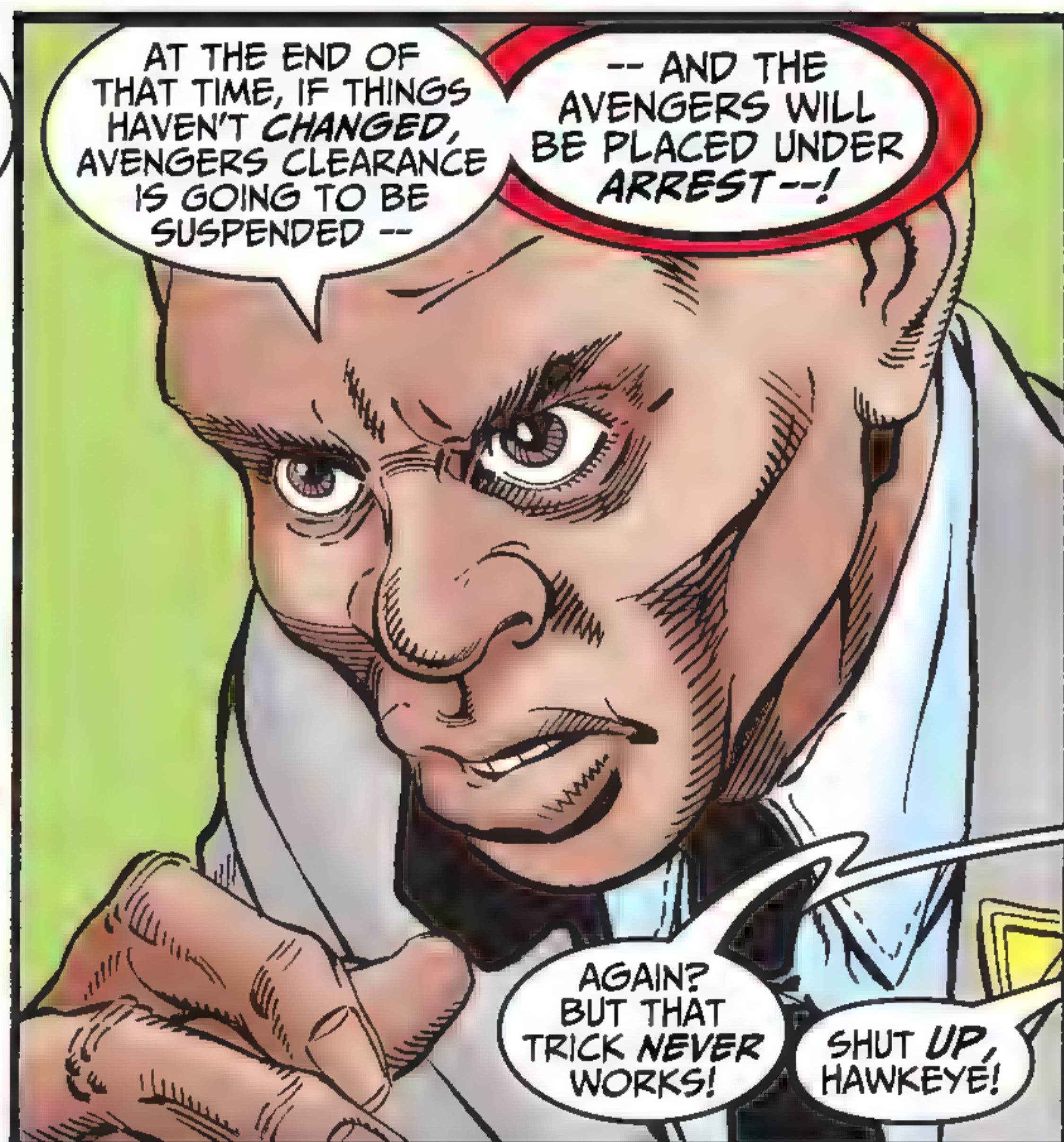
WHAT MATTERS IS THAT THE PUBLIC IS **SCARED**, AND THEY'RE DEMANDING **ACTION**.

I'M ALL FOR ACTION, MR. FREEMAN. WHAT DO YOU SUGGEST WE DO?



YOU'RE GOING TO HAVE TO FIND OUT WHAT'S *GOING ON*, AVENGERS. FIND OUT WHY THE SQUADRON IS LYING AND CLEAR YOURSELVES.

BUT YOU'RE GOING TO HAVE TO DO IT *QUICKLY*. I CAN STALL WASHINGTON, AND BUY YOU SOME TIME -- BUT NOT MORE THAN *FORTY-EIGHT HOURS*.

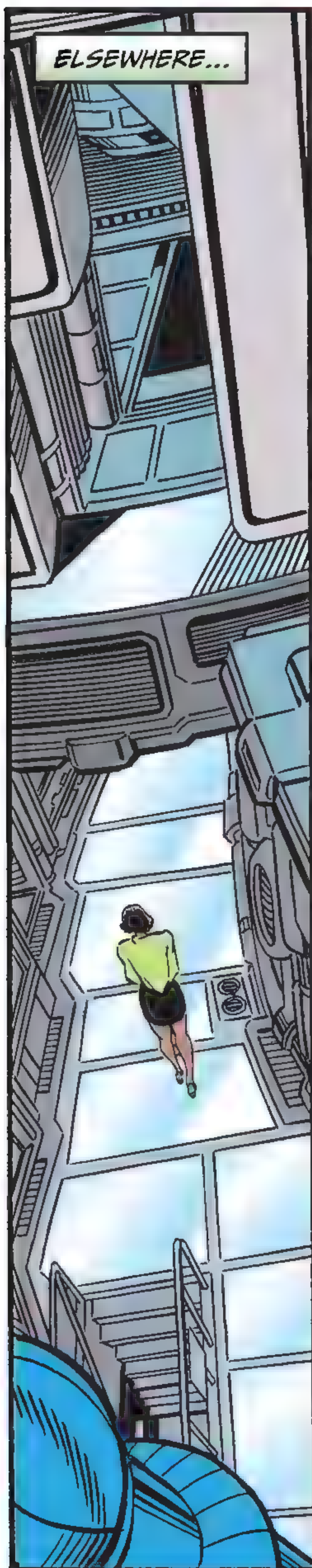


AT THE END OF THAT TIME, IF THINGS HAVEN'T *CHANGED*, AVENGERS CLEARANCE IS GOING TO BE *SUSPENDED* --

-- AND THE AVENGERS WILL BE PLACED UNDER *ARREST* --!

AGAIN? BUT THAT TRICK NEVER WORKS!

SHUT UP, HAWKEYE!



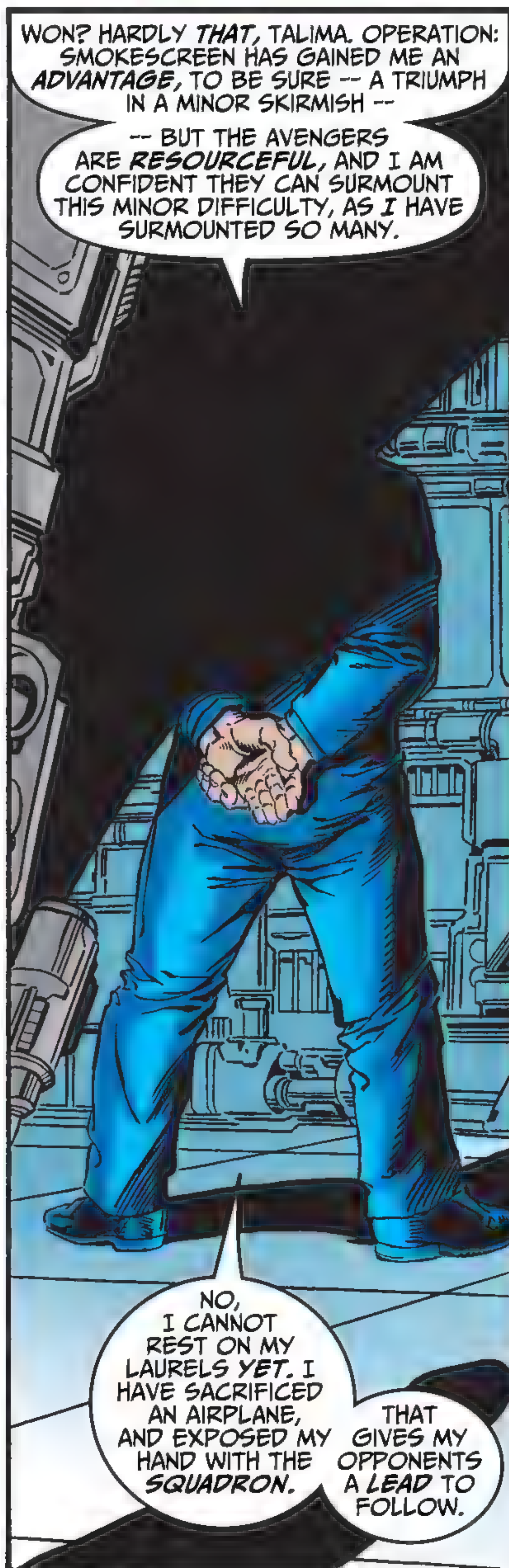
ELSEWHERE...



SIR?

SIR, THE WEAPONRY FROM THE SPACECRAFT HAS REACHED OUR *BOSTON WAREHOUSE*, AND IS BEING SHIPPED HERE AS *MACHINE PARTS*.

AND I'VE FORWARDED THE LATEST *NEWS SUMMARIES* TO YOUR ATTENTION. CONGRATULATIONS, SIR -- YOU'VE WON AGAIN.



WON? HARDLY *THAT*, TALIMA. OPERATION: *SMOKESCREEN* HAS GAINED ME AN *ADVANTAGE*, TO BE SURE -- A TRIUMPH IN A MINOR SKIRMISH --

-- BUT THE AVENGERS ARE *RESOURCEFUL*, AND I AM CONFIDENT THEY CAN SURMOUNT THIS MINOR DIFFICULTY, AS I HAVE SURMOUNTED SO MANY.

RATHER THAN WAIT UNTIL THEY FOLLOW THAT LEAD BACK TO *ME*, I MUST RISE TO THE *CHALLENGE* --

-- AND *CRUSH* THE AVENGERS BEFORE THEY KNOW WHAT'S *HIT THEM*!

NO, I CANNOT REST ON MY LAURELS YET. I HAVE SACRIFICED AN AIRPLANE, AND EXPOSED MY HAND WITH THE *SQUADRON*.

THAT GIVES MY OPPONENTS A LEAD TO FOLLOW.

A NEXT
SHOWDOWN
WITH THE
SQUADRON!

MARVEL
COMICS



THE SQUADRON SUPREME VS.

the

AVENGERS

JULY
#6

APPROVED
BY THE
COMICS
CODE
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BY MY
FATHER'S
BEARD!
THIS IS--

-- THIS IS
INTOLERABLE!

THE AIR GROWS
DARK AROUND
THE GOD OF
THUNDER, AND
WINDS BEGIN TO
WHIP AROUND
HIS HEAD --

STAN LEE presents:

EARTH'S MIGHTIEST FRAUDS?

KURT
BUSIEK

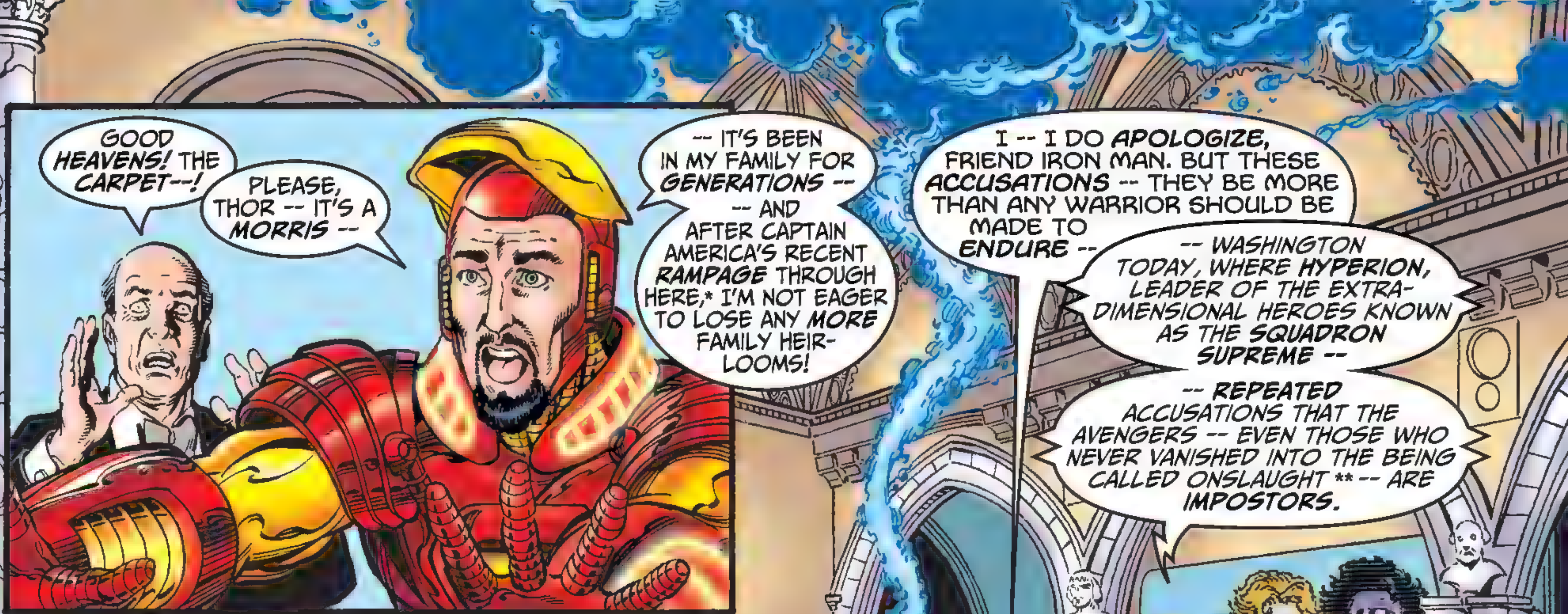
by

GEORGE
Pérez

AL VEY & BOB WIAČEK & BRUCE PATTERSON inkers three
TOM SMITH colors AS/COMICRAFT/db Letters TOM BREVOORT edits

BOB HARRAS
chief

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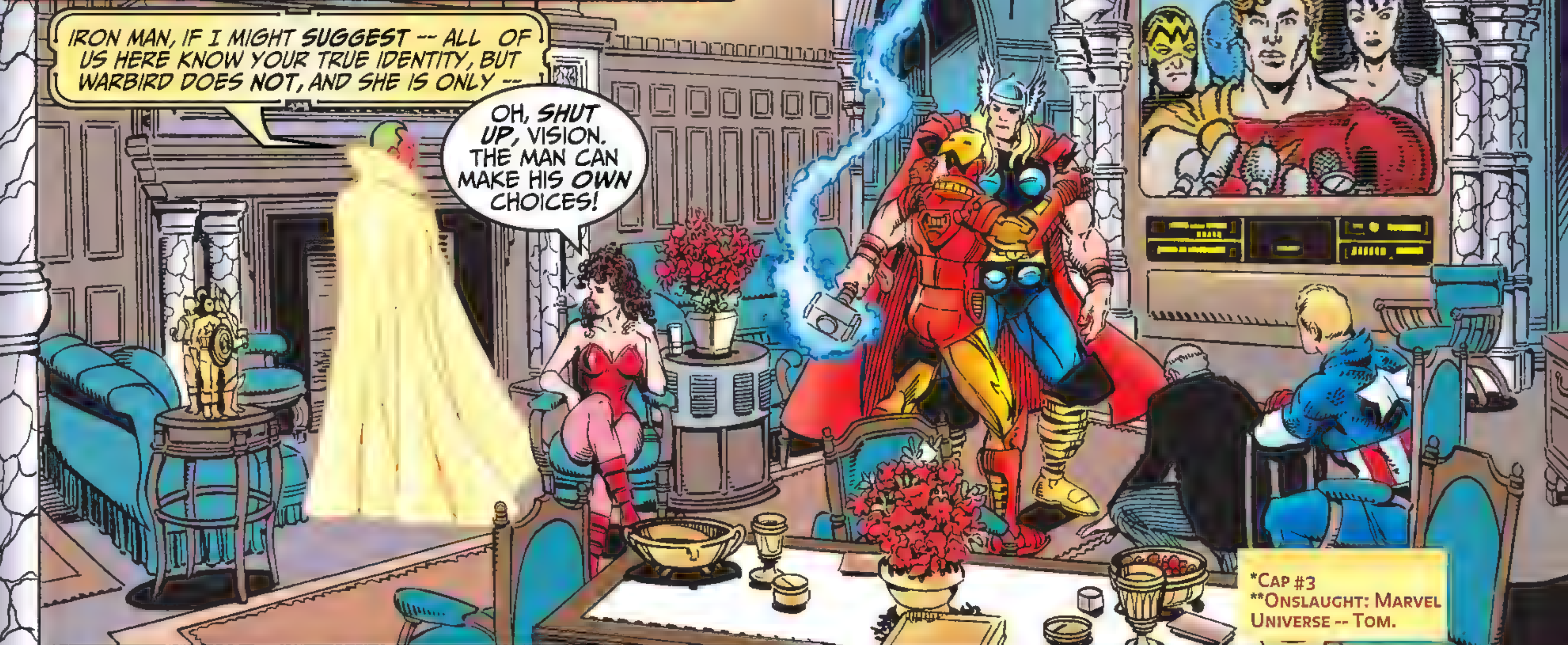
GOOD HEAVENS! THE CARPET--!
PLEASE, THOR -- IT'S A MORRIS --

-- IT'S BEEN IN MY FAMILY FOR GENERATIONS --
-- AND AFTER CAPTAIN AMERICA'S RECENT RAMPAGE THROUGH HERE,* I'M NOT EAGER TO LOSE ANY MORE FAMILY HEIR-LOOMS!

I -- I DO APOLOGIZE, FRIEND IRON MAN. BUT THESE ACCUSATIONS -- THEY BE MORE THAN ANY WARRIOR SHOULD BE MADE TO ENDURE --

-- WASHINGTON TODAY, WHERE HYPERION, LEADER OF THE EXTRA-DIMENSIONAL HEROES KNOWN AS THE SQUADRON SUPREME --

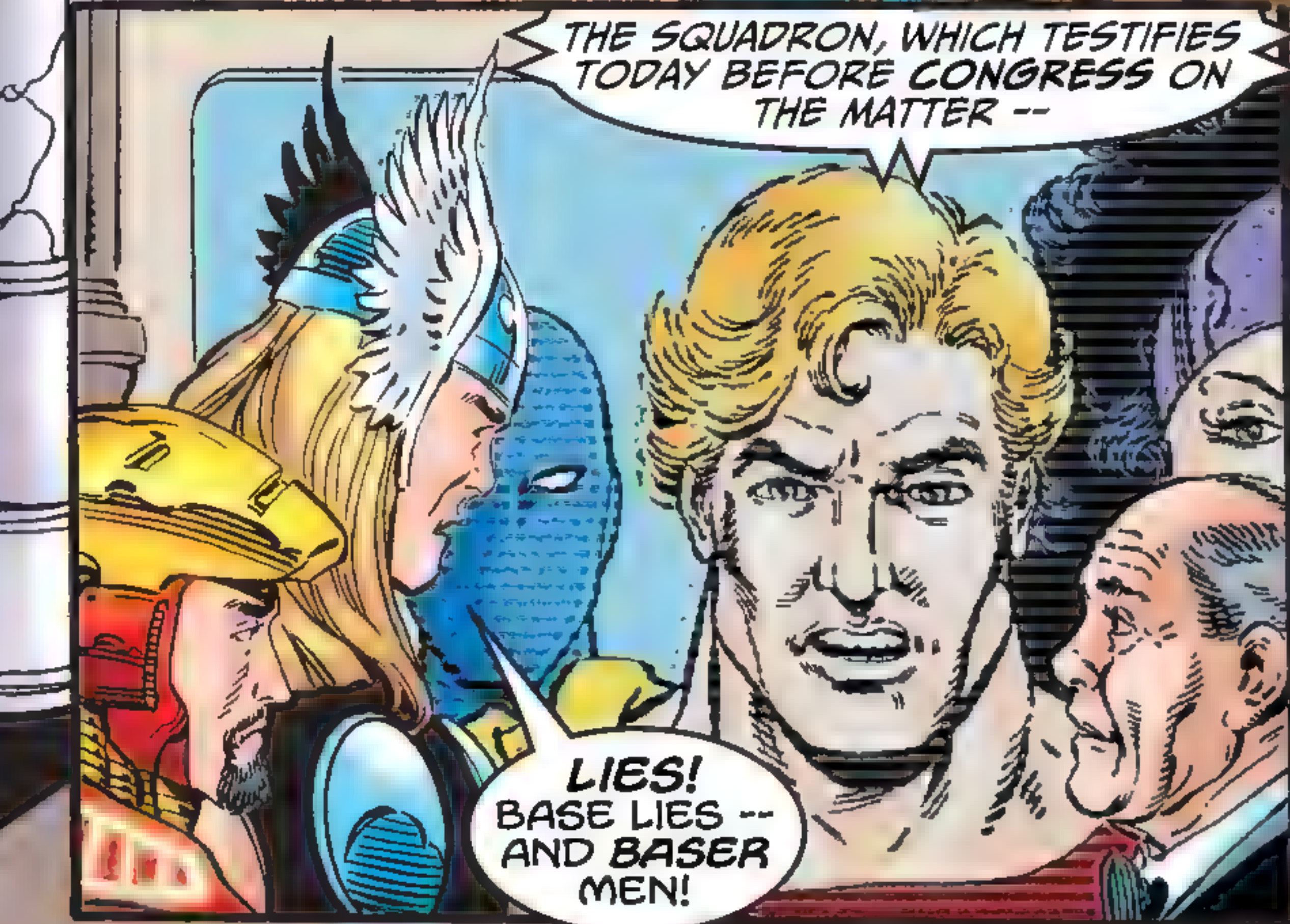
-- REPEATED ACCUSATIONS THAT THE AVENGERS -- EVEN THOSE WHO NEVER VANISHED INTO THE BEING CALLED ONSLAUGHT ** -- ARE IMPOSTORS.



IRON MAN, IF I MIGHT SUGGEST -- ALL OF US HERE KNOW YOUR TRUE IDENTITY, BUT WARBIRD DOES NOT, AND SHE IS ONLY --

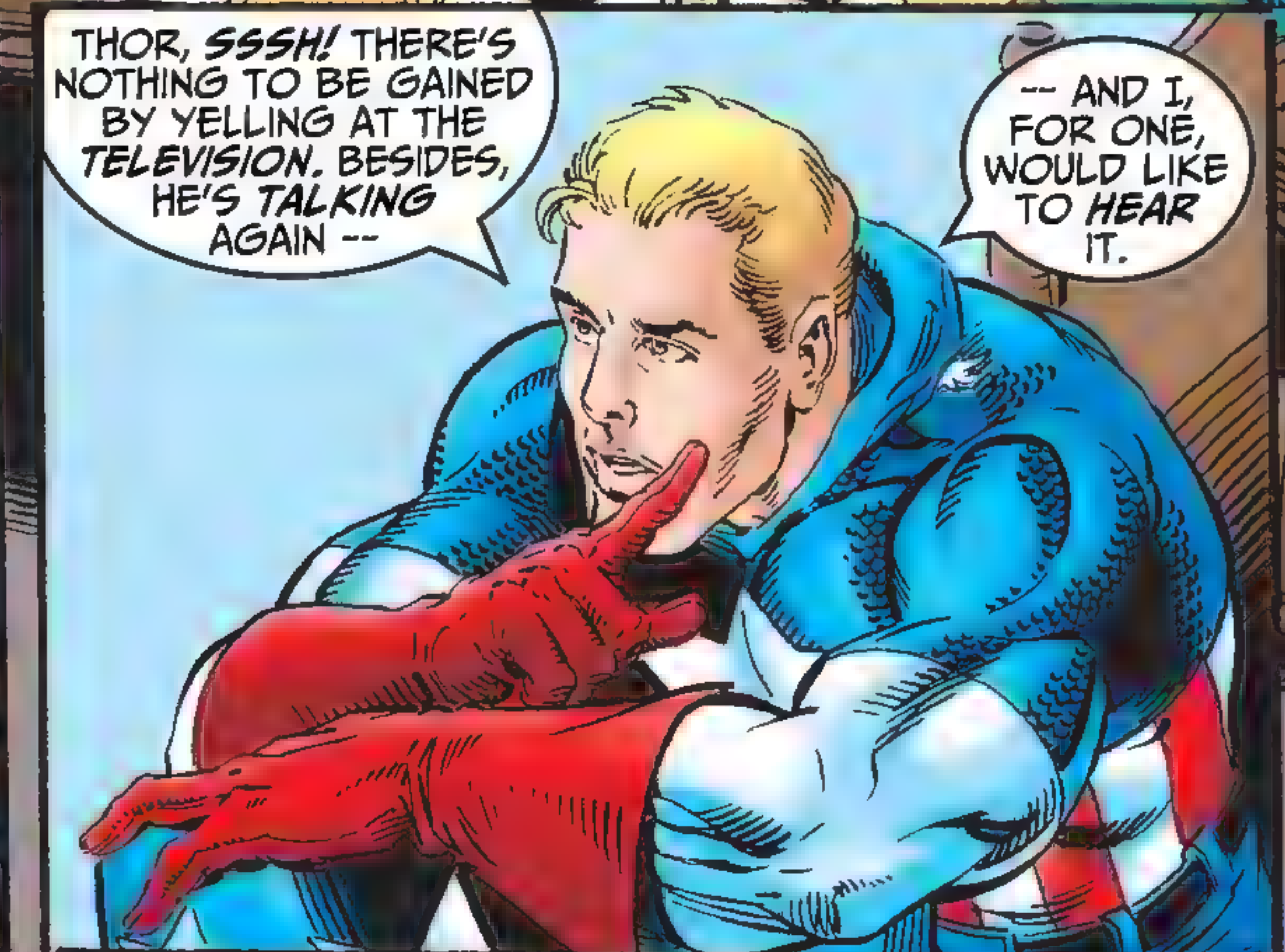
OH, SHUT UP, VISION. THE MAN CAN MAKE HIS OWN CHOICES!

*CAP #3
**ONSLAUGHT: MARVEL UNIVERSE -- TOM.



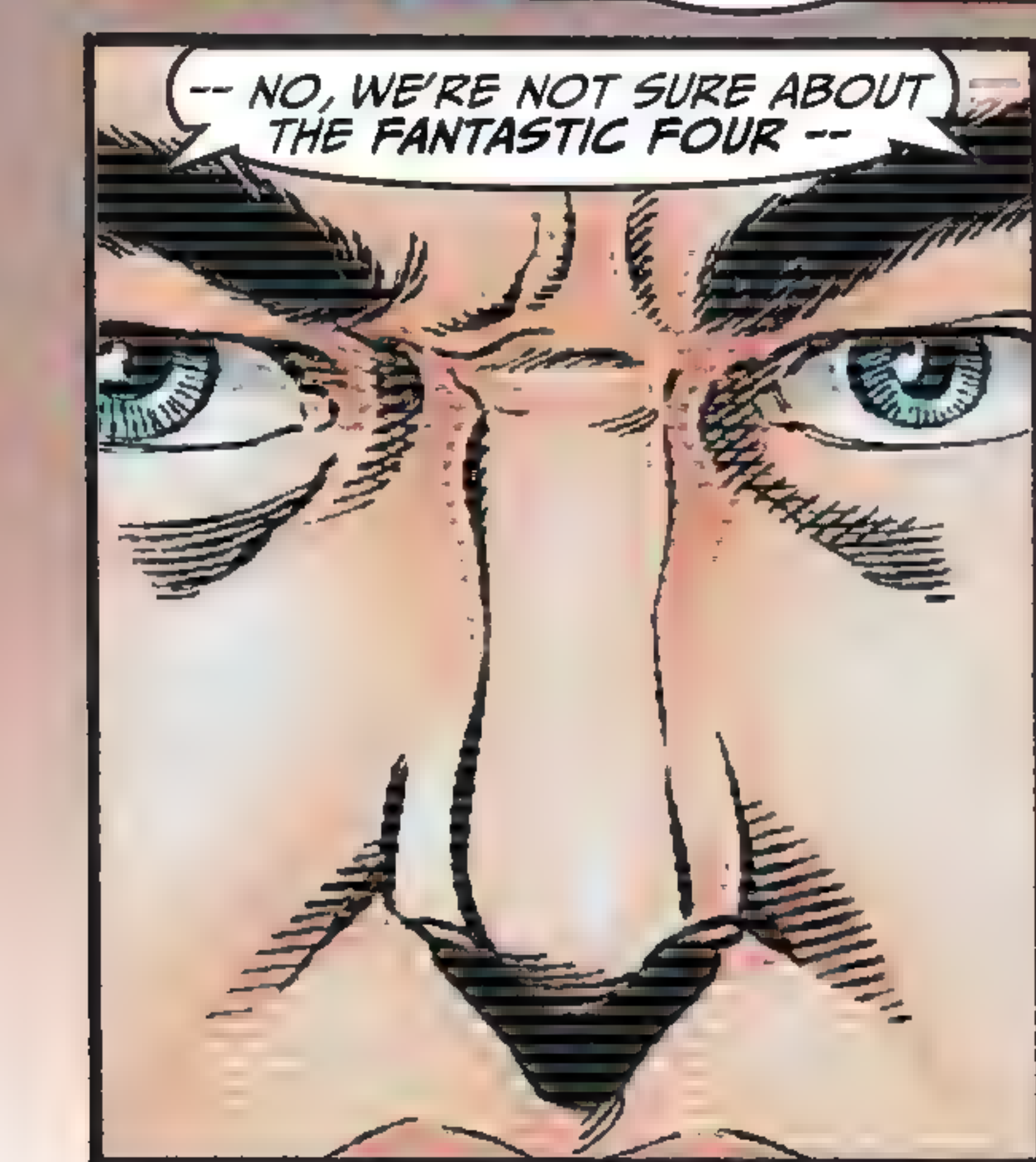
THE SQUADRON, WHICH TESTIFIES TODAY BEFORE CONGRESS ON THE MATTER --

LIES! BASE LIES -- AND BASER MEN!

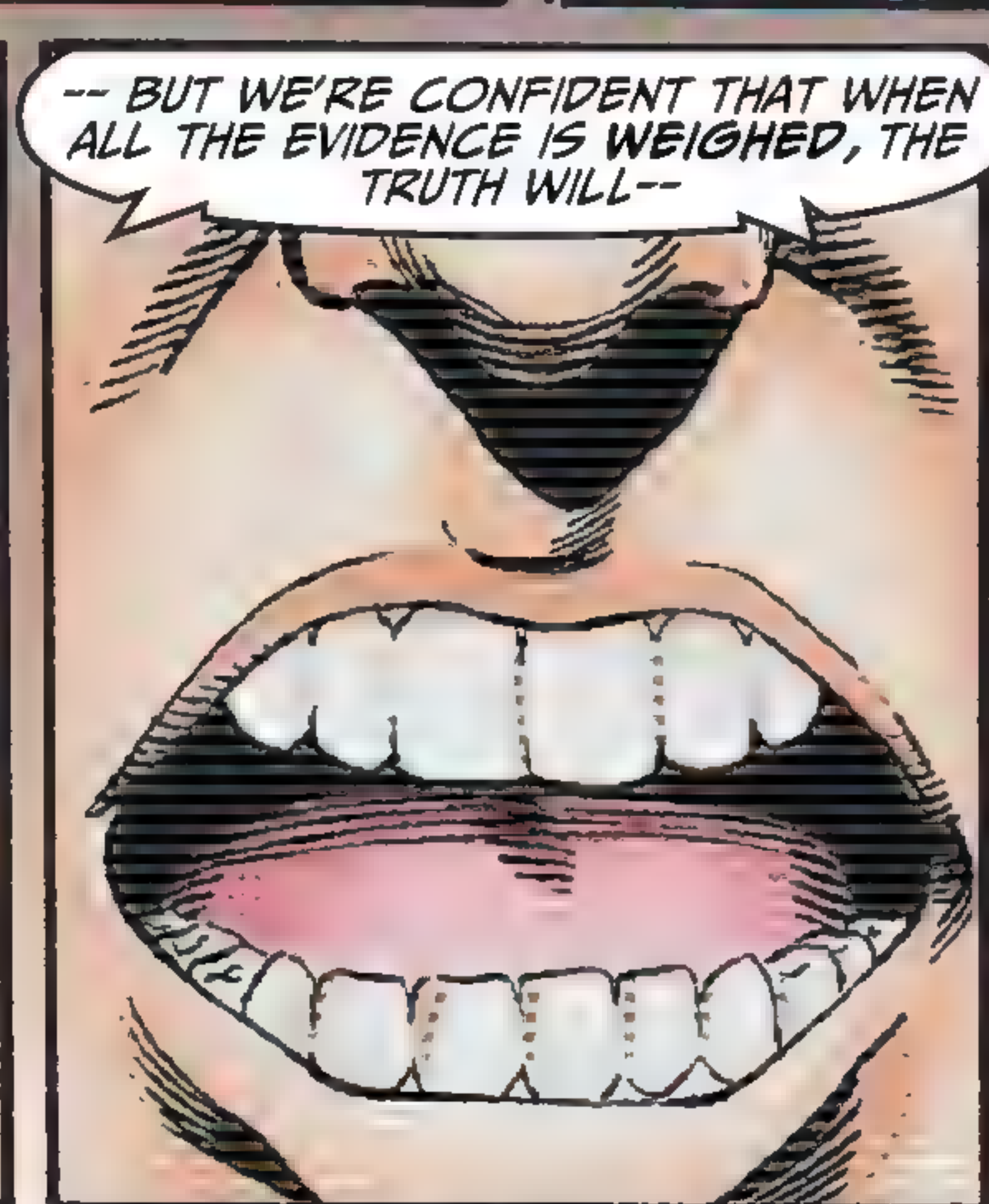


THOR, SSSH! THERE'S NOTHING TO BE GAINED BY YELLING AT THE TELEVISION. BESIDES, HE'S TALKING AGAIN --

-- AND I, FOR ONE, WOULD LIKE TO HEAR IT.

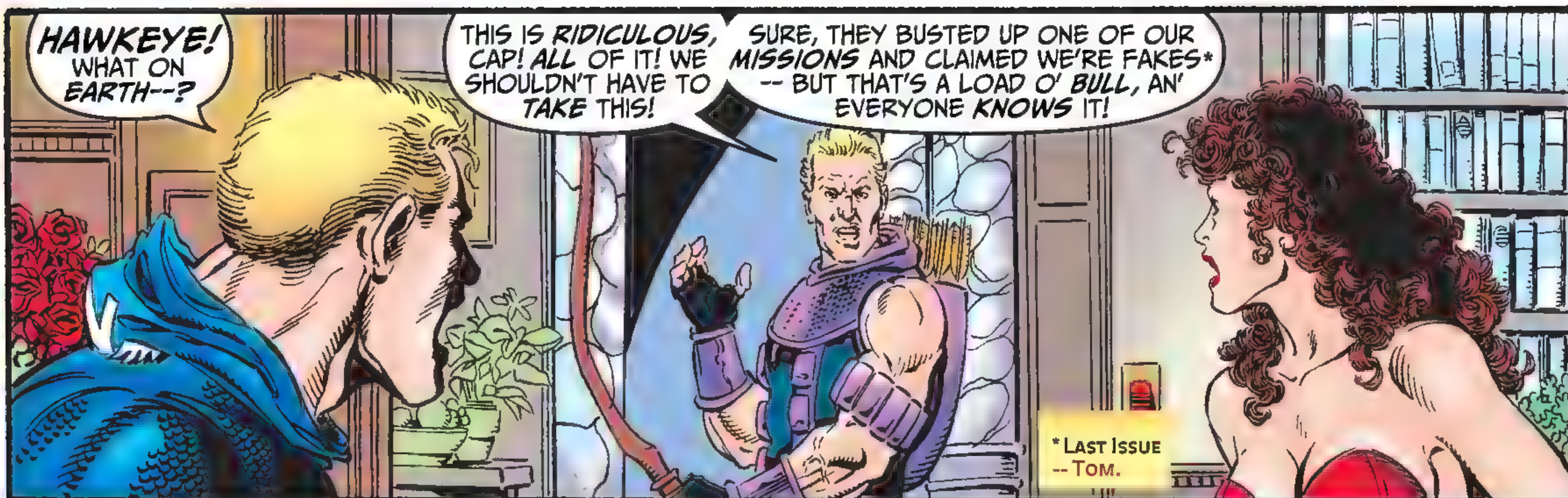


-- NO, WE'RE NOT SURE ABOUT THE FANTASTIC FOUR --



-- BUT WE'RE CONFIDENT THAT WHEN ALL THE EVIDENCE IS WEIGHED, THE TRUTH WILL --



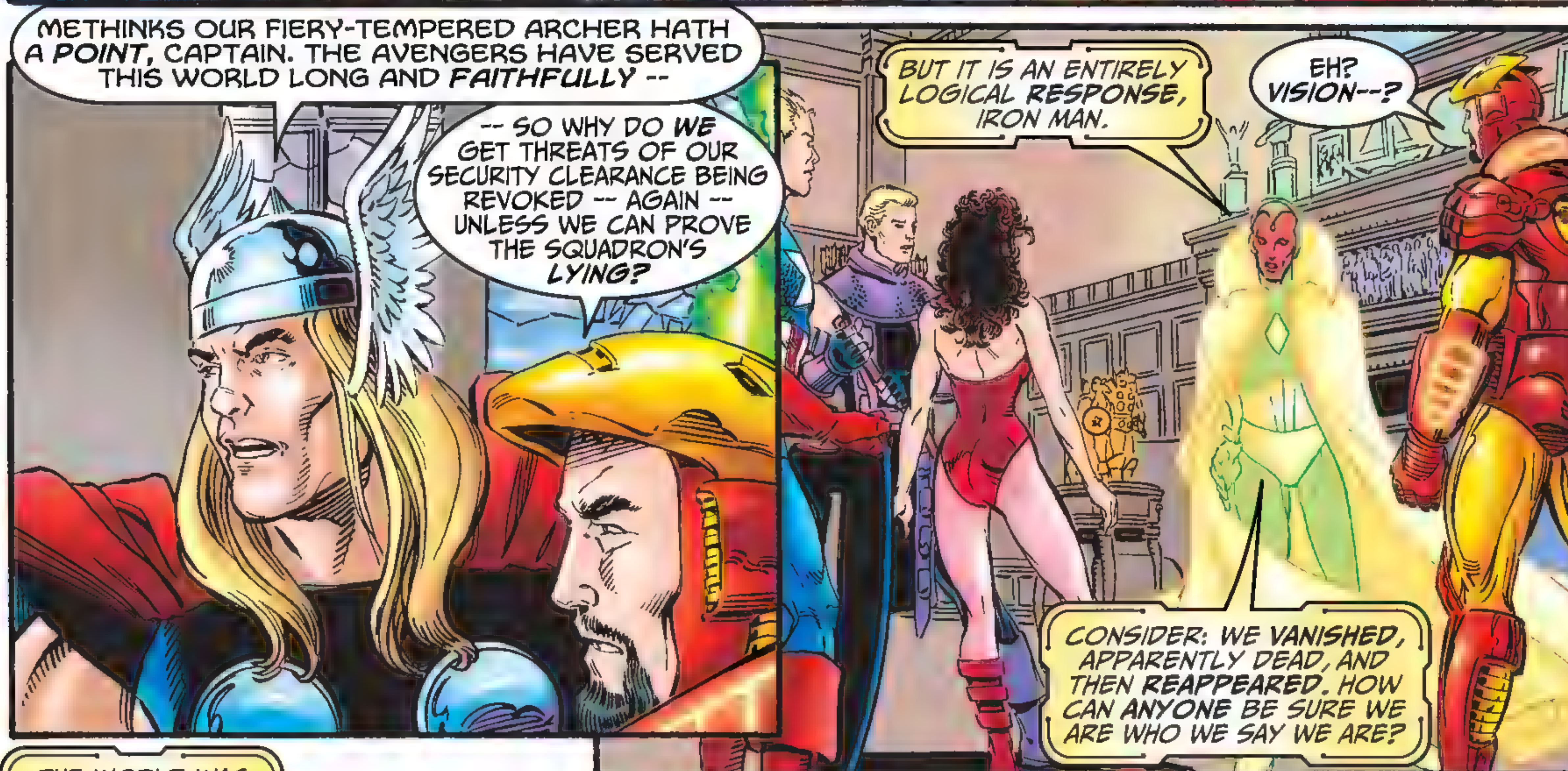


HAWKEYE!
WHAT ON
EARTH--?

THIS IS RIDICULOUS,
CAP! ALL OF IT! WE
SHOULDN'T HAVE TO
TAKE THIS!

SURE, THEY BUSTED UP ONE OF OUR
MISSIONS AND CLAIMED WE'RE FAKES*
-- BUT THAT'S A LOAD O' BULL, AN'
EVERYONE KNOWS IT!

* LAST ISSUE
-- TOM.



METHINKS OUR FIERY-TEMPERED ARCHER HATH
A POINT, CAPTAIN. THE AVENGERS HAVE SERVED
THIS WORLD LONG AND FAITHFULLY --

-- SO WHY DO WE
GET THREATS OF OUR
SECURITY CLEARANCE BEING
REVOKED -- AGAIN --
UNLESS WE CAN PROVE
THE SQUADRON'S
LYING?

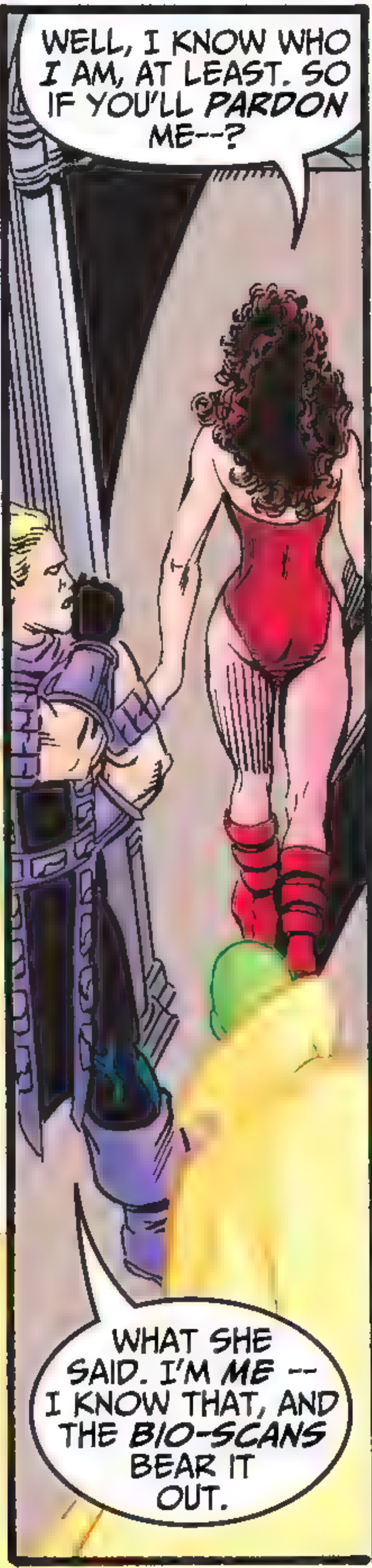
BUT IT IS AN ENTIRELY
LOGICAL RESPONSE,
IRON MAN.

EH?
VISION--?

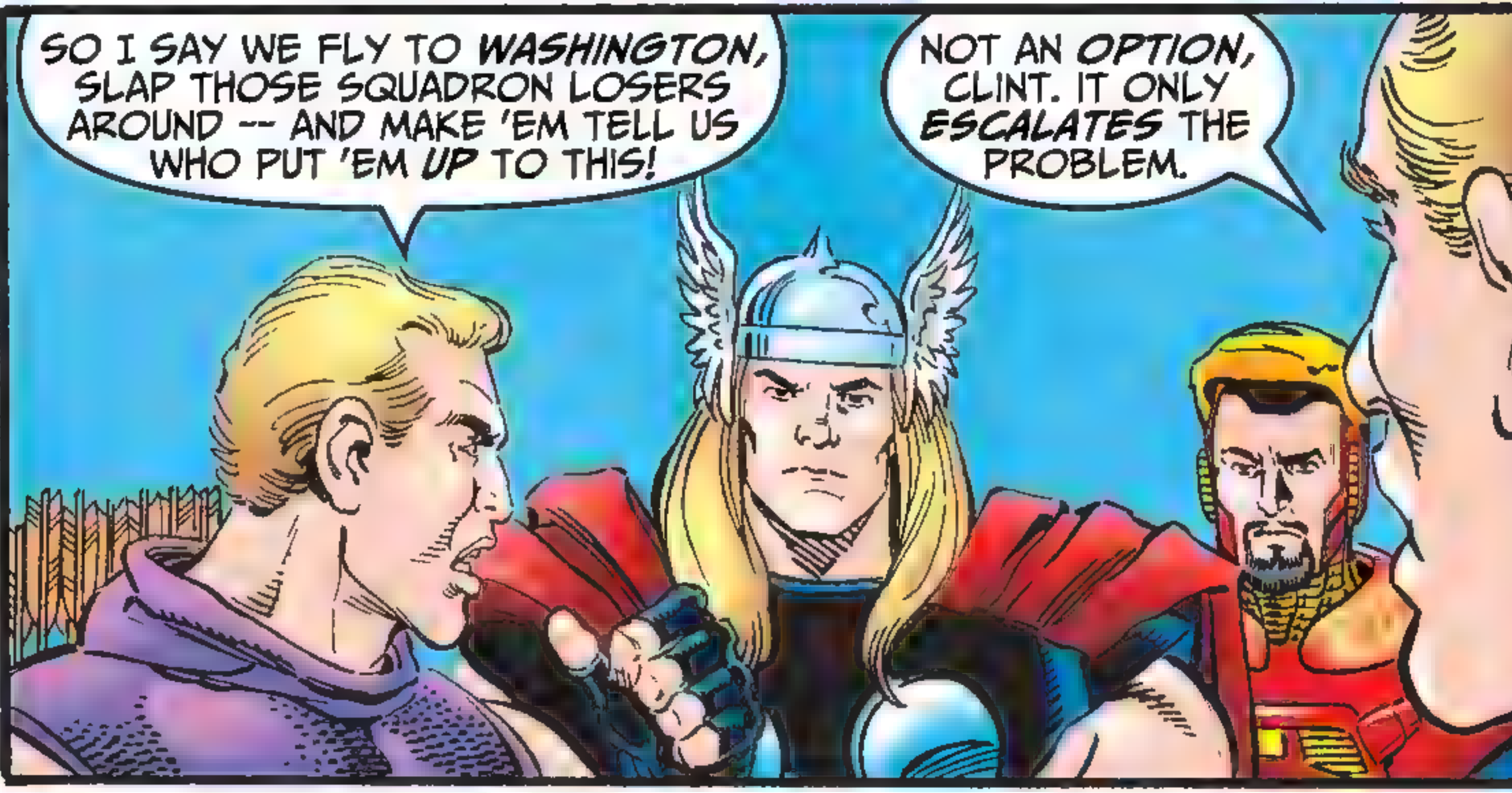
CONSIDER: WE VANISHED,
APPARENTLY DEAD, AND
THEN REAPPEARED. HOW
CAN ANYONE BE SURE WE
ARE WHO WE SAY WE ARE?

THE WORLD WAS
BADLY FRIGHTENED
BY THE THREAT OF
SKRULL INFILTRATION,
AND EARLIER, THE
THUNDERBOLTS'
IMPOSTURE. CAN
WE BLAME THEM?*

INDEED, WHAT IF
WE WERE
DOPPELGANGERS,
CREATED WITH
FALSE MEMORIES?
HOW WOULD WE
EVEN KNOW?

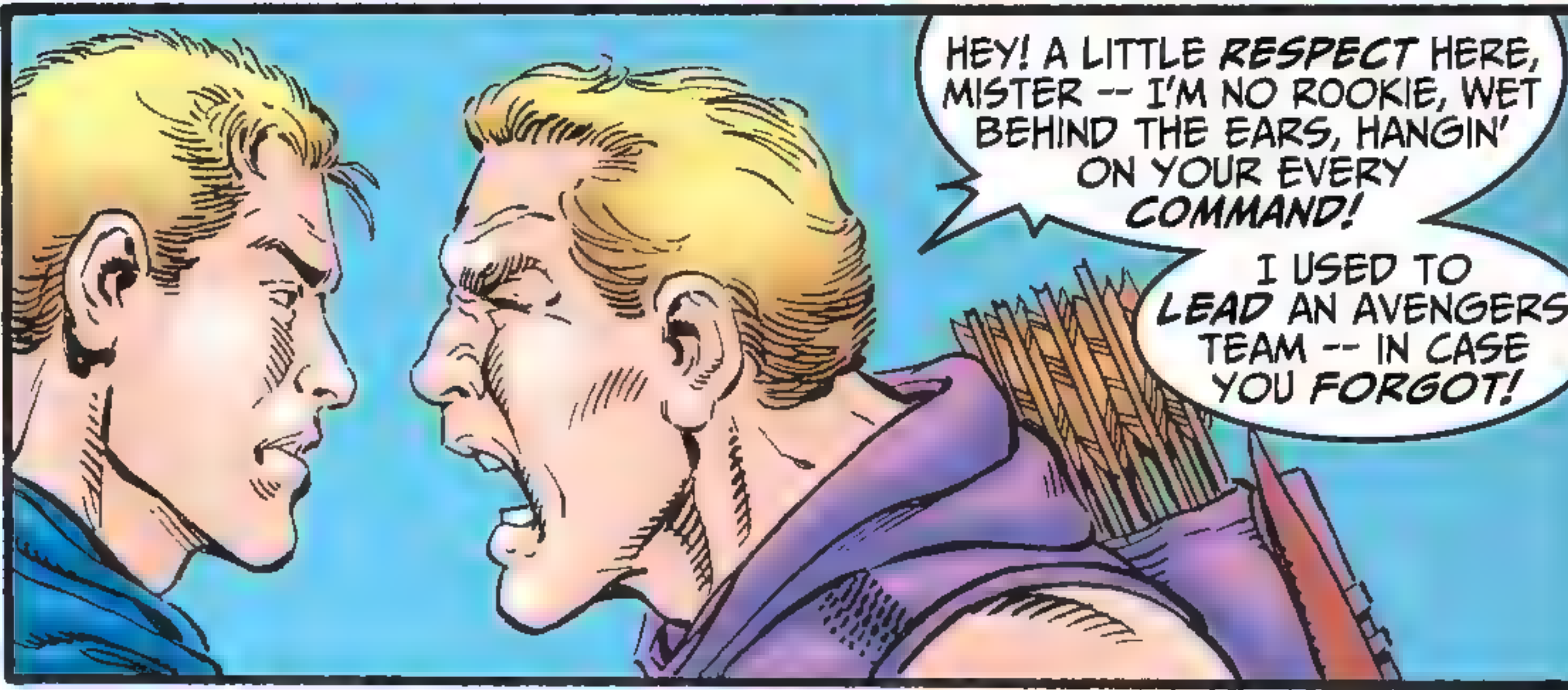


WELL, I KNOW WHO
I AM, AT LEAST. SO
IF YOU'LL PARDON
ME--?



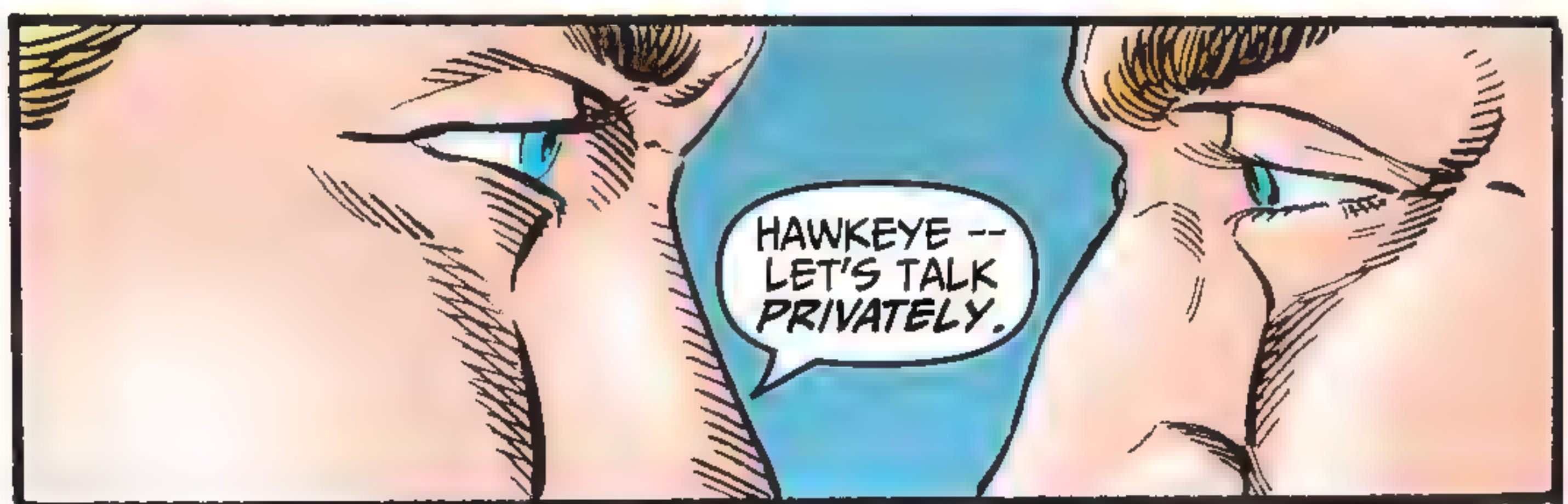
SO I SAY WE FLY TO WASHINGTON,
SLAP THOSE SQUADRON LOSERS
AROUND -- AND MAKE 'EM TELL US
WHO PUT 'EM UP TO THIS!

NOT AN OPTION,
CLINT. IT ONLY
ESCALATES THE
PROBLEM.



HEY! A LITTLE RESPECT HERE,
MISTER -- I'M NO ROOKIE, WET
BEHIND THE EARS, HANGIN'
ON YOUR EVERY
COMMAND!

I USED TO
LEAD AN AVENGERS
TEAM -- IN CASE
YOU FORGOT!



HAWKEYE --
LET'S TALK
PRIVATELY.

*IN THE PAGES OF
CAPTAIN AMERICA AND
THUNDERBOLTS -- TOM.

AND AS HAWKEYE GRIMLY AGREES, A CORRIDOR AWAY --

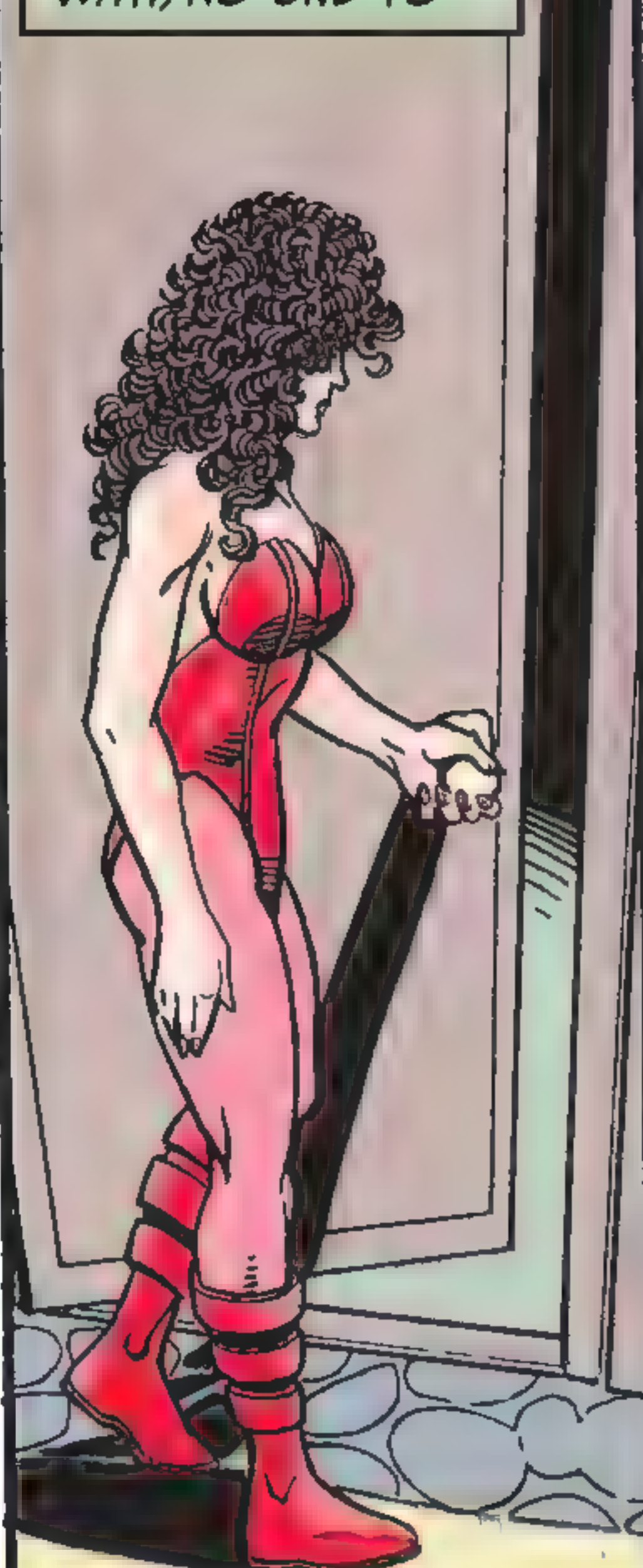
SHE SAID SHE KNOWS WHO SHE IS -- BUT IN TRUTH, SHE'S NOT SO SURE. PEOPLE SHE THOUGHT SHE COULD TRUST -- RELATIONSHIPS, FEELINGS --



-- THEY ALL SEEM INSUBSTANTIAL NOW, LIKE FLEETING DREAMS.

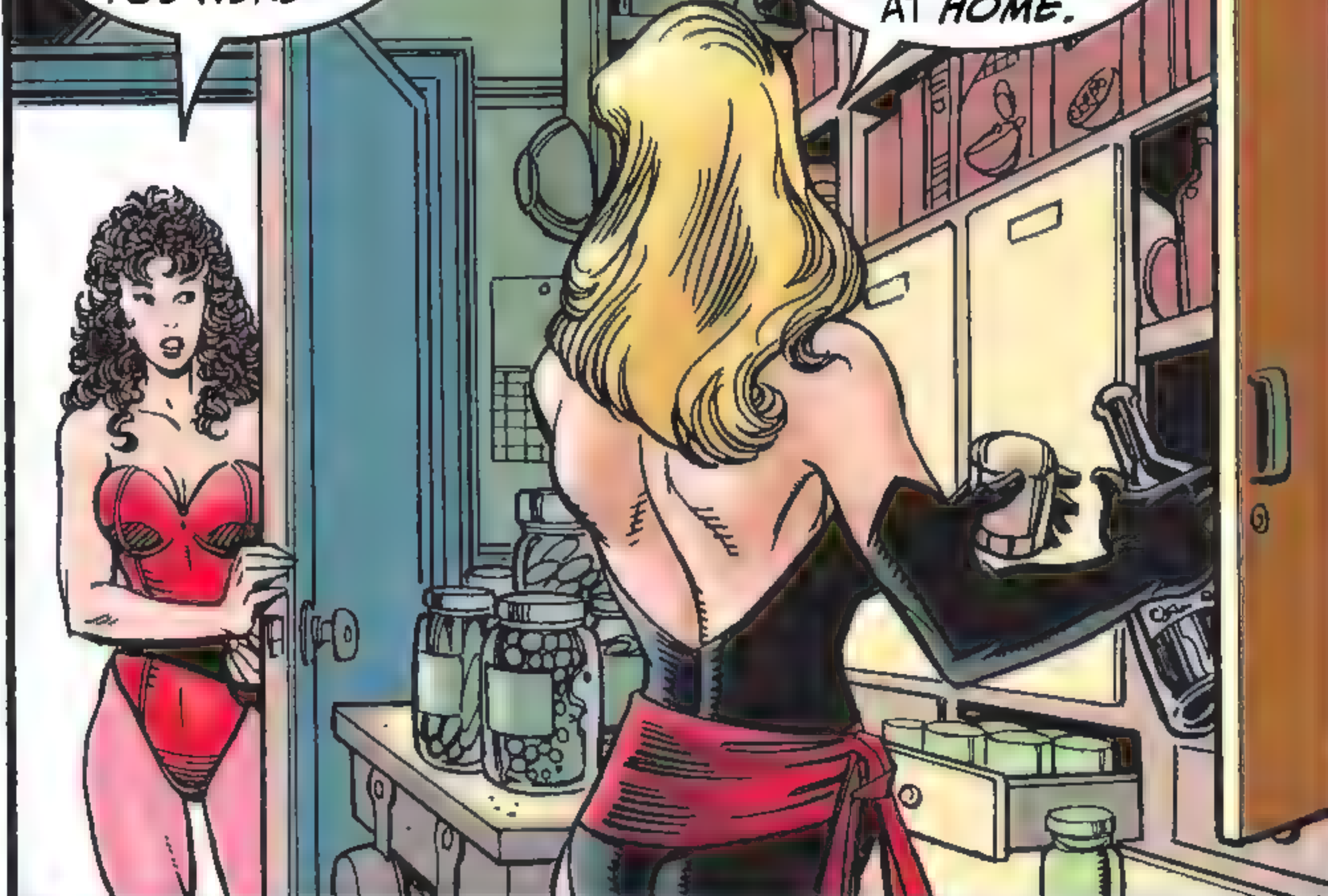
EVEN HER POWERS HAVE BEEN ACTING STRANGELY OF LATE, AS IF THEY TOO HAVE CHANGED WITHOUT HER KNOWLEDGE.

AND SHE HAS NO ONE TO SHARE HER WORRIES WITH, NO ONE TO --



-- TALK TO --

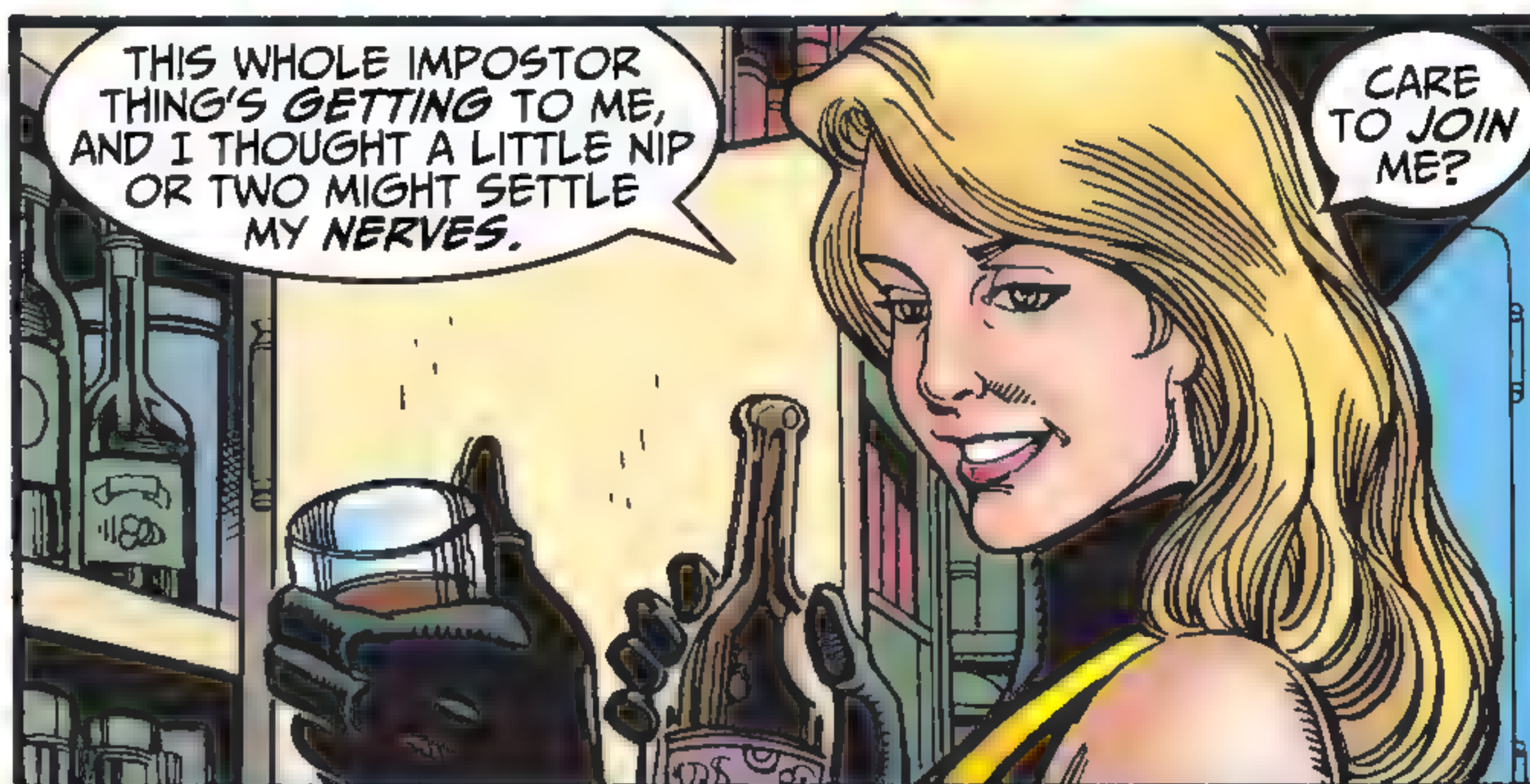
OH! I'M SORRY, I DIDN'T KNOW YOU WERE --



HEY, NO PROBLEM. C'MON IN, WANDA -- MAKE YOURSELF AT HOME.

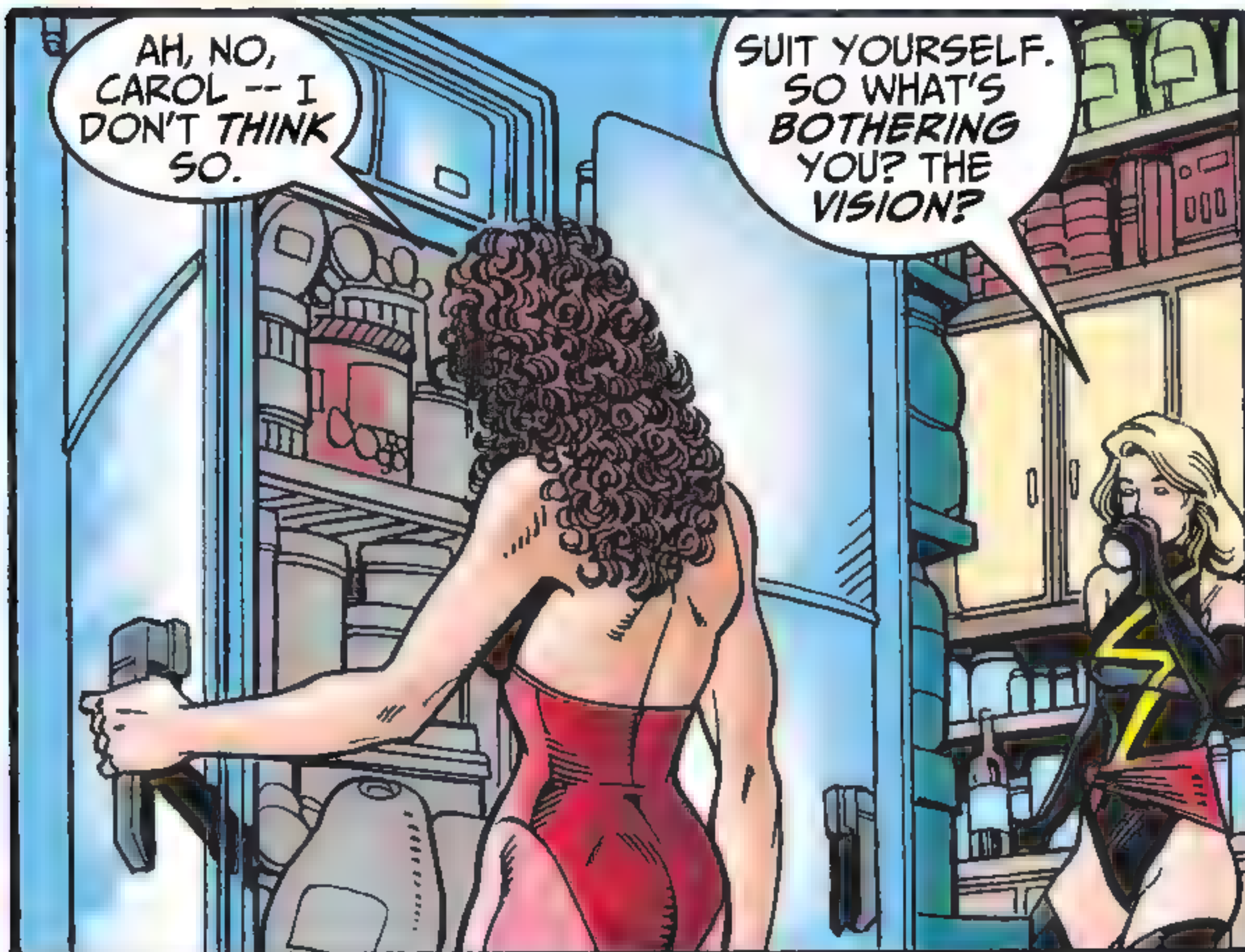
THIS WHOLE IMPOSTOR THING'S GETTING TO ME, AND I THOUGHT A LITTLE NIP OR TWO MIGHT SETTLE MY NERVES.

CARE TO JOIN ME?



AH, NO, CAROL -- I DON'T THINK SO.

SUIT YOURSELF. SO WHAT'S BOTHERING YOU? THE VISION?



AMONG OTHER THINGS. IT'S JUST -- IT'S SO HARD TO SEE HIM ACTING SO COLD, SO RESERVED.

I USED TO KNOW HIM, USED TO KNOW THAT THERE WAS A WARM, CARING MAN UNDER THAT EXTERIOR, BUT NOW --



NOW YOU DON'T KNOW IF THERE'S ANYTHING UNDERNEATH, HUH?

SOME-THING LIKE THAT.



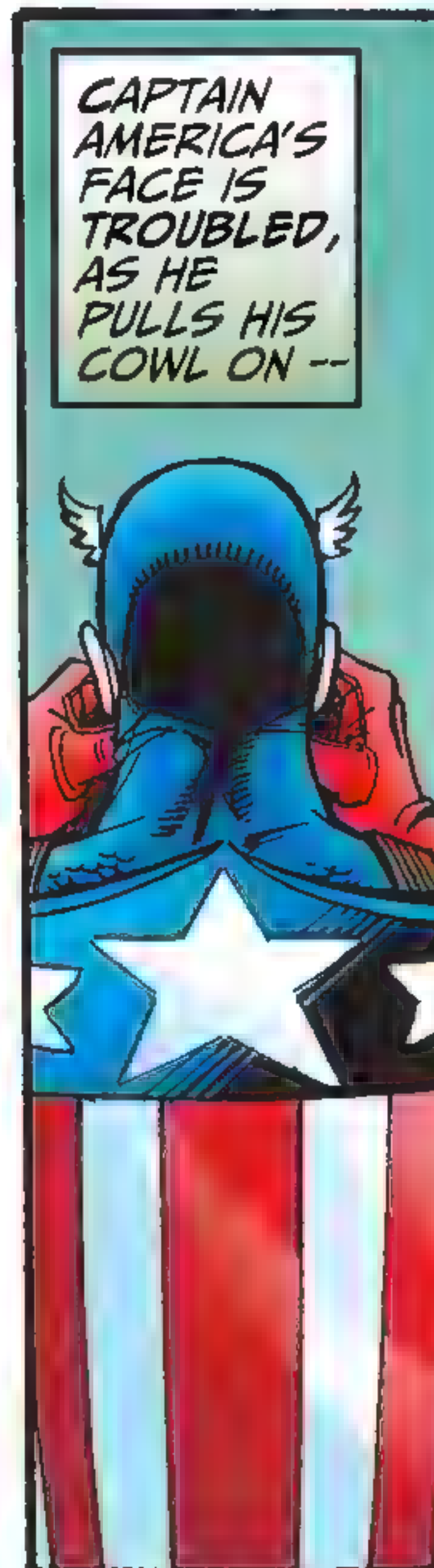
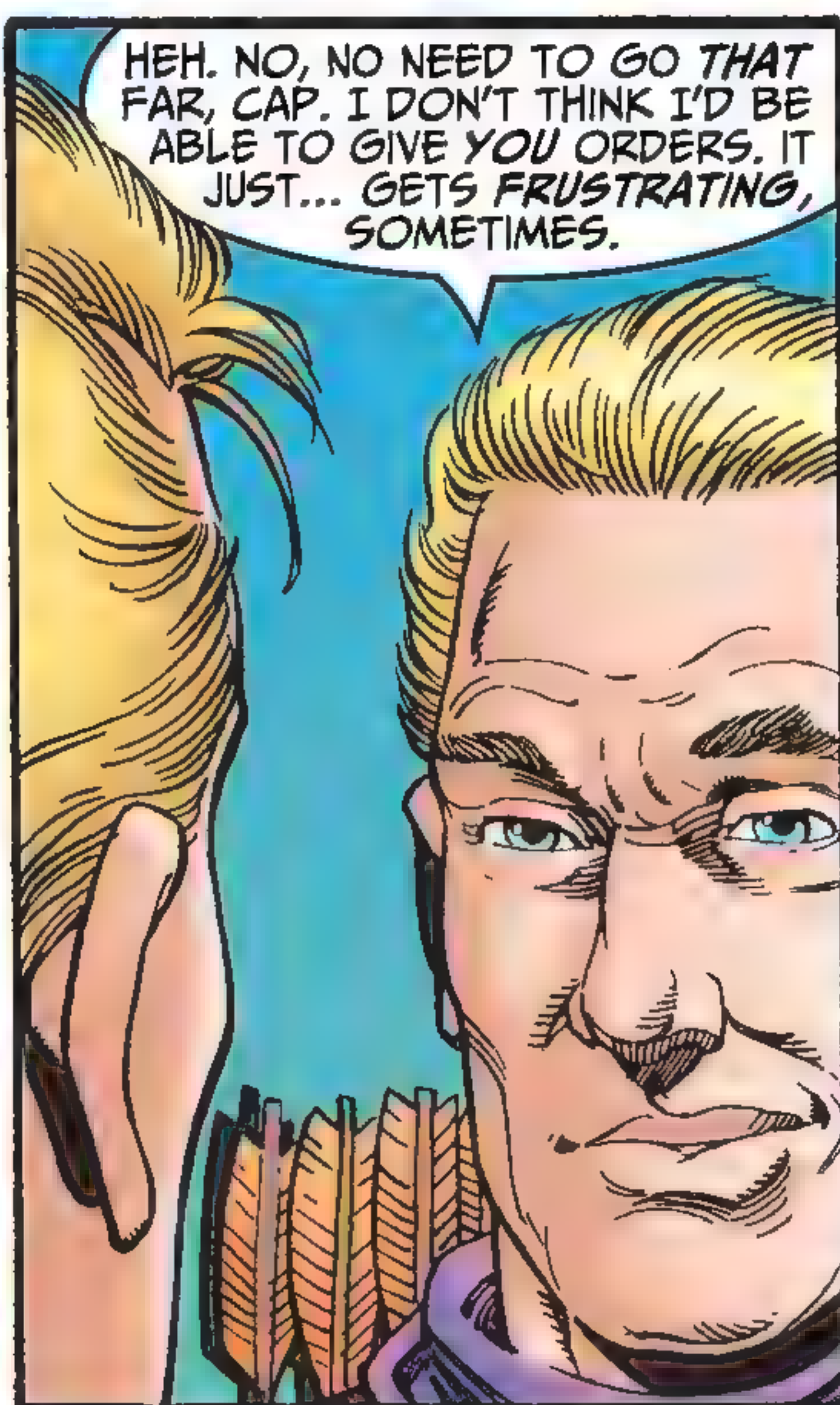
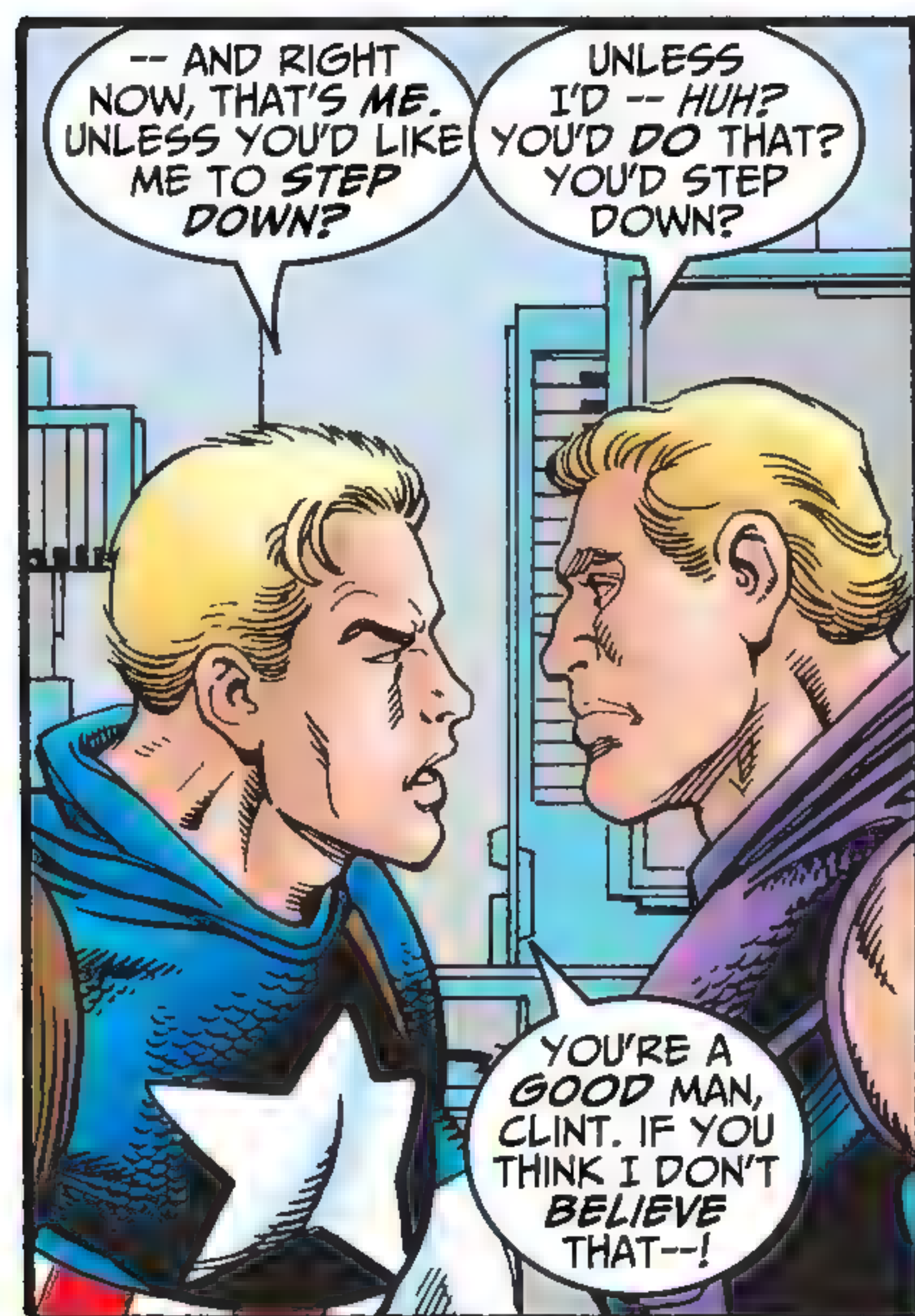
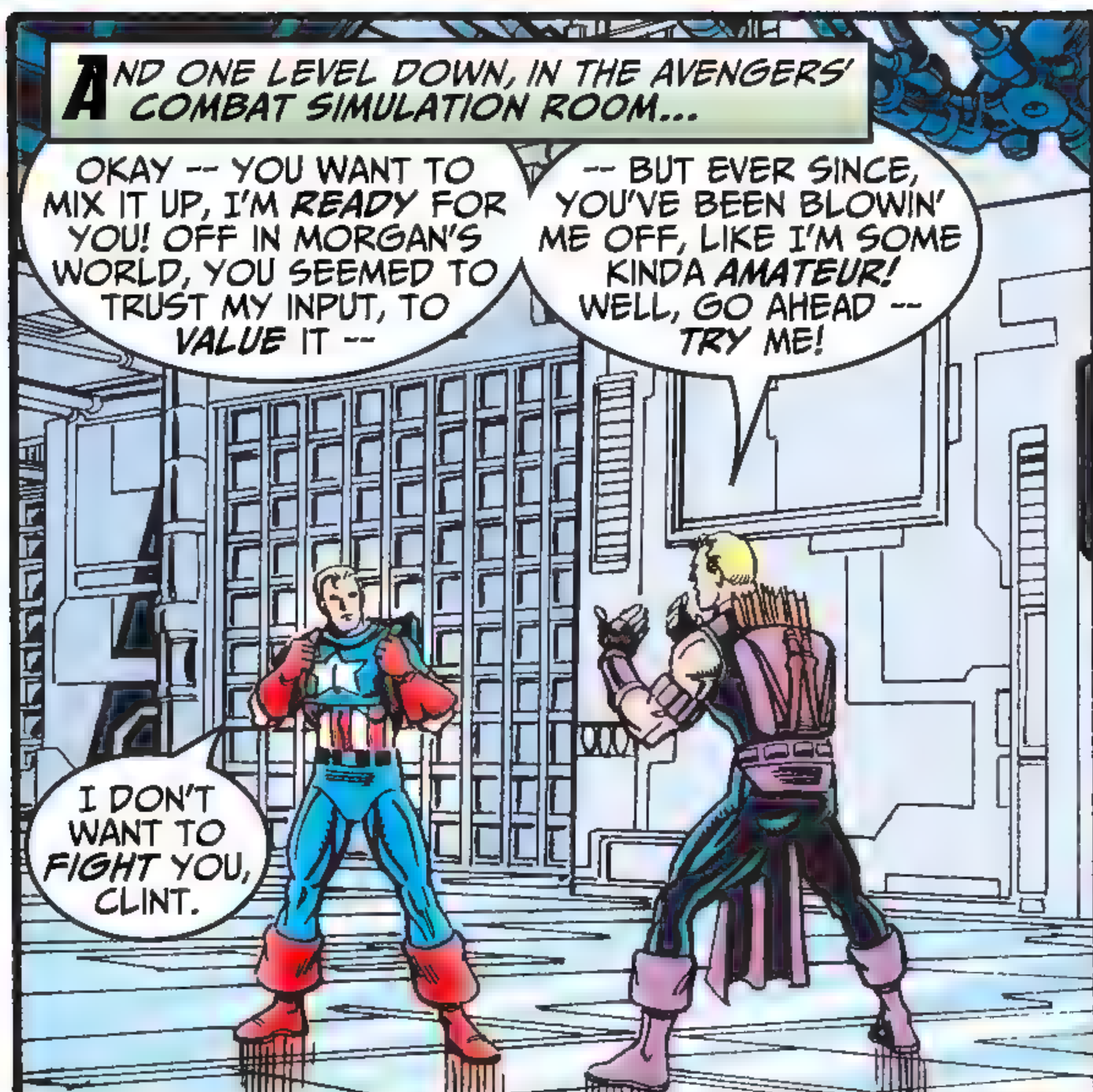
UM -- ARE YOU SURE YOU SHOULD BE DRINKING THAT MUCH? IT'S ONLY --

BACK OFF, HON. I KNOW MY LIMIT. BESIDES --



-- ONCE YOU GET TO BE MY AGE, YOU'LL REALIZE THAT STUFF GOES TO YOUR HIPS A LOT FASTER THAN THIS!





-- BUT MINUTES
LATER --

ALL RIGHT,
PEOPLE --

-- WE'RE
OFF!

WE'RE HEADED FOR
PROJECT PEGASUS,
HAWKEYE. YOU KNOW
THE WAY?

IT'S IN THE NAV CHARTS --
I'LL HAVE NO PROBLEM.
AND... YOU'RE RIGHT. IT'S
A BETTER IDEA.

THANKS. AND NOW
THAT WE'VE GOT A
FEW MINUTES --

-- WARBIRD, I'D
LIKE TO DISCUSS
SOMETHING.

WHEN WE FOUGHT THE
SQUADRON BEFORE,*
I ORDERED YOU TO
POWER UP TO BINARY
LEVEL -- TO USE YOUR
STAR-CHANNELING
ABILITIES.

YOU DIDN'T --
EVEN THOUGH
WE BADLY NEEDED
THAT POWER. WHY
NOT?

*LAST ISSUE
-- TOM.

Oh, BOY --
HERE WE
GO.

SAVE ME FROM MEN WHO DON'T
THINK WOMEN SHOULD BE ABLE TO
THINK INDEPENDENTLY!

LOOK, CAP -- THEY'RE MY
POWERS, AND I'LL BE THE
JUDGE OF HOW BEST TO
USE THEM.

YOU JUST BUTT OUT,
AND I'LL DO MY JOB --
WITHOUT INTERFERENCE!
GOT IT?

NOW SEE
HERE --

NO, CAP, DON'T. IT'S
NOT A GOOD IDEA TO
PRESS YOUR POINT
RIGHT NOW.

BUT --

I'VE GOT AN IDEA WHAT'S
BOTHERING HER, AND I'LL
TALK TO HER ABOUT
IT... BUT LATER.
OKAY?

...
ALL
RIGHT. FOR
NOW.

TWENTY MINUTES LATER, IN UPSTATE NEW YORK...

AVENGERS TO PROJECT PEGASUS LANDING BAY. REQUESTING LANDING CLEARANCE -- AND A MEETING WITH YOUR DIRECTOR.

ALL RIGHT, AVENGERS -- I GUESS WE CAN DO THAT MUCH. CLEARANCE GRANTED. PROCEED ON BEAM SEVEN.

THEY CAN DO "THAT MUCH"? WHAT IS THIS?

PROJECT PEGASUS
Potential Energy Group/Alternate Sources/United Nations

GOOD AFTERNOON, AVENGERS. I'M ANDREW KAPPELHOF, THE CURRENT PROJECT ADMINISTRATOR.

I BELIEVE SOME OF YOU KNOW THE BLUE SHIELD, OUR SECURITY DIRECTOR. IS THERE SOMETHING WE CAN HELP YOU WITH?

YOU SEEM... GUARDED, Mr. KAPPELHOF. AS FAR AS I KNOW, THE AVENGERS STILL HAVE A PALADIN-LEVEL SECURITY CLEARANCE --

-- AND THAT INCLUDES ACCESS TO YOUR FACILITIES.

THAT'S TRUE. BUT AS ADMINISTRATOR, I HAVE A GOOD DEAL OF LATITUDE -- AND MY FIRST CONCERN IS THE SAFETY OF THOSE HERE.

WHAT IS IT YOU WANT?

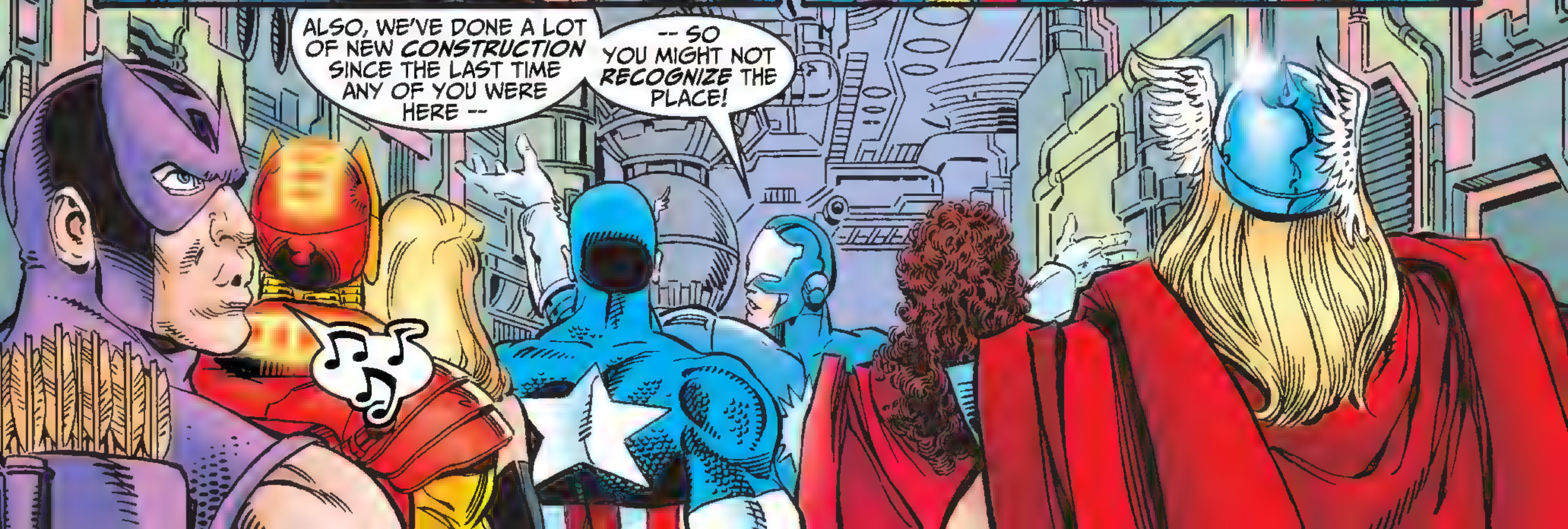
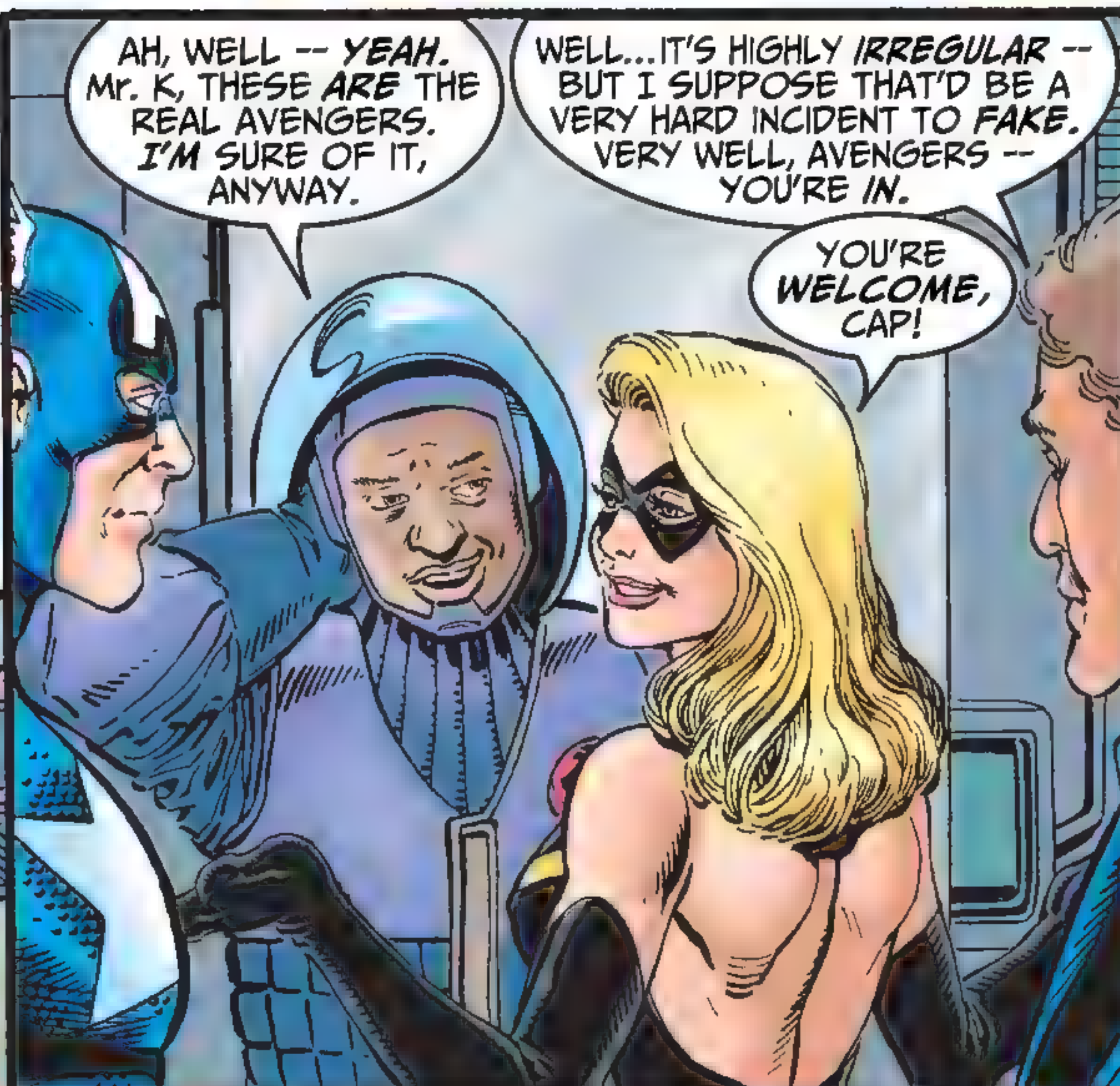
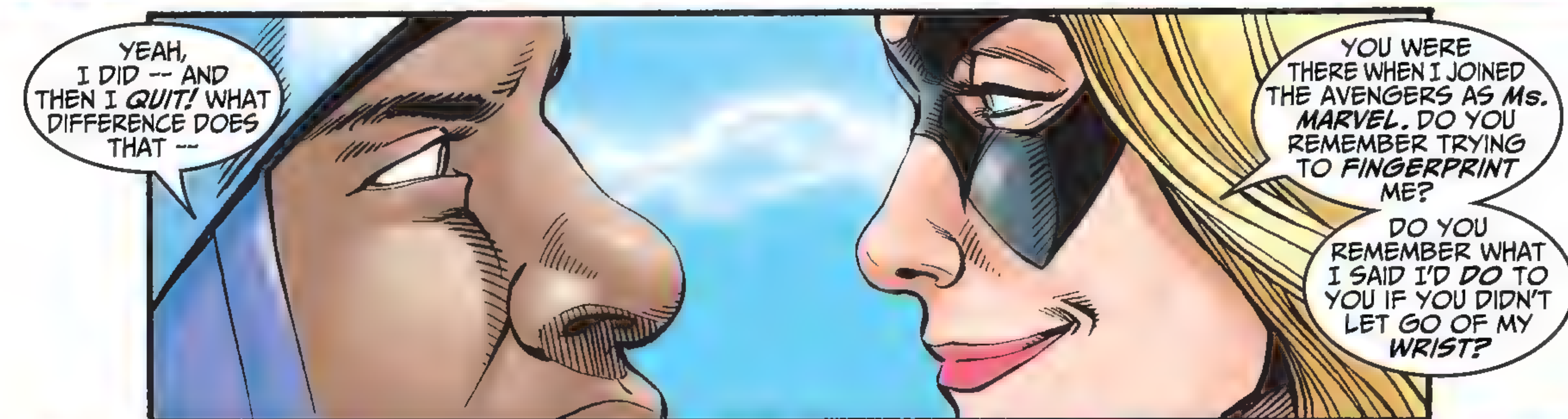
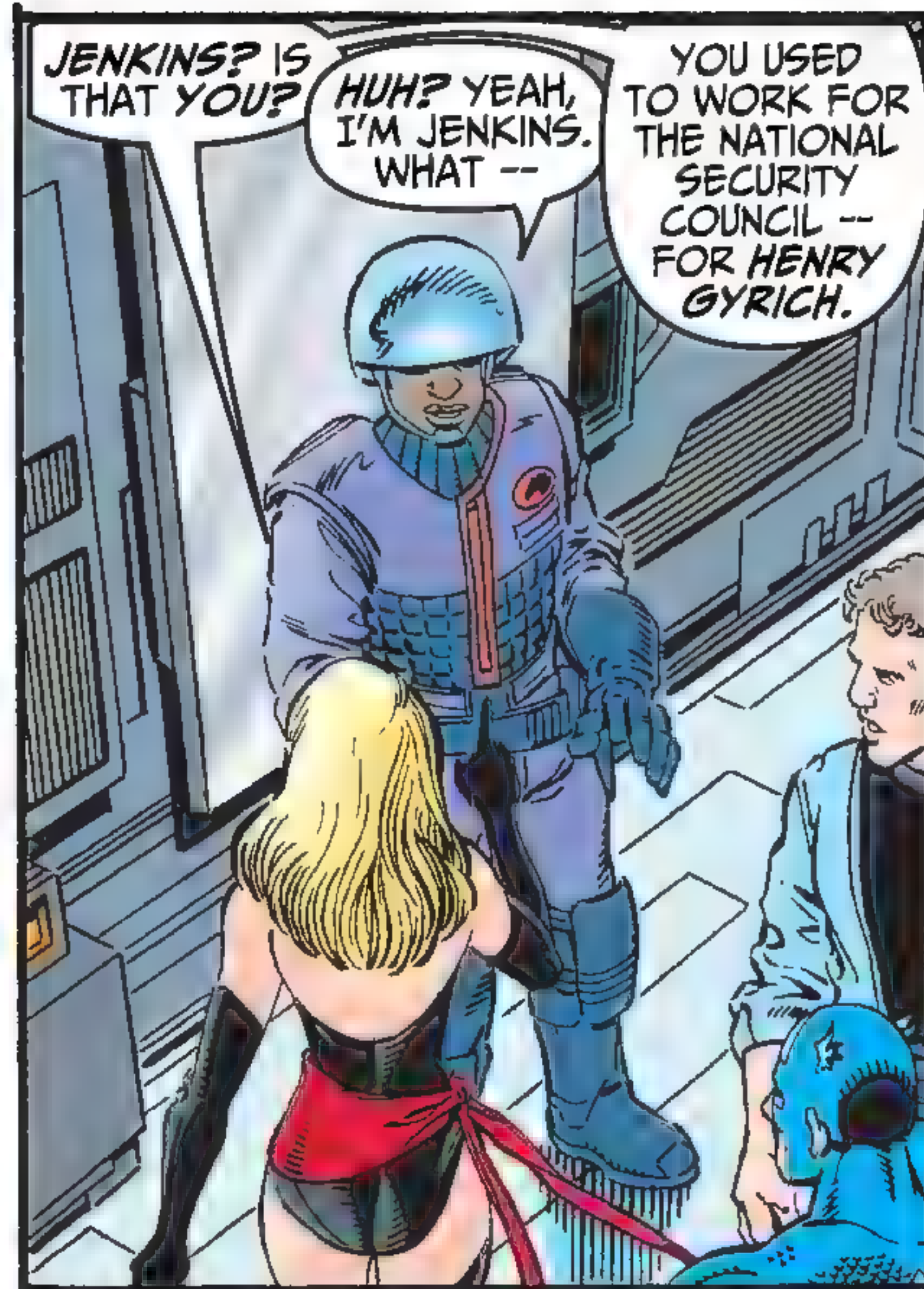
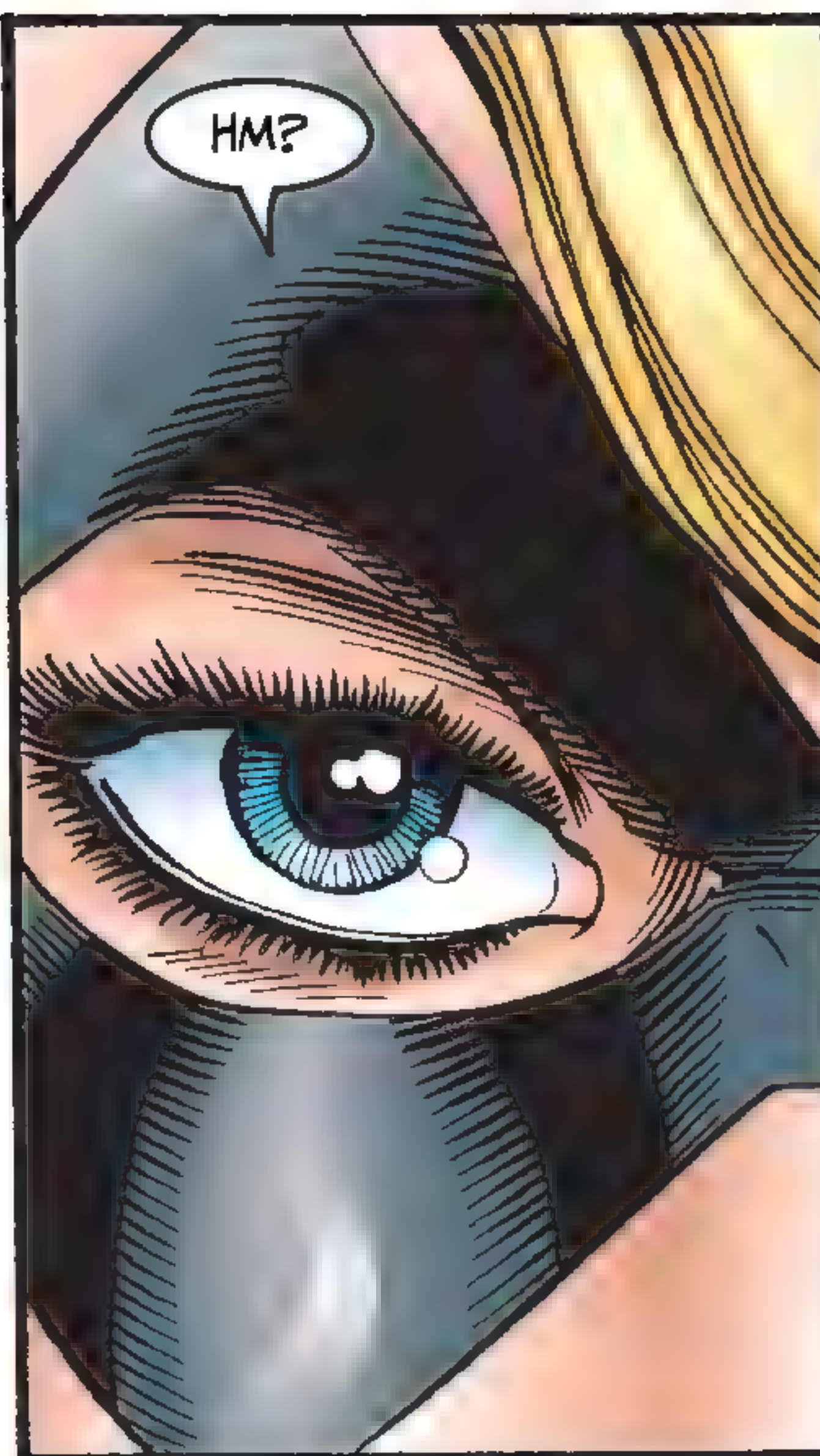
THE SQUADRON SUPREME'S BEEN STAYING HERE, WHILE THEY'VE BEEN ON EARTH. GIVEN THAT THEY'VE MADE SUCH... DISTURBING CHARGES --

-- WE'D LIKE TO CHECK OUT THE FACILITY, SEE IF WE CAN FIND A REASON WHY THEY'RE ACTING SO STRANGELY.

TROUBLE IS, THOUGH, WE'VE KNOWN THE SQUAD A LONG TIME NOW -- AND THEY'RE NOT IN THE HABIT OF LYING. SO IF THEY'RE TELLING THE TRUTH --

WHAT? YOU MISERABLE LITTLE SECOND-RATER -- NOW YOU'RE CALLIN' US FAKES, TOO? LISTEN, PAL, I WAS FIGHTIN' CRIME WHILE YOU WERE STILL --

QUIET, HAWKEYE.



AS YOU KNOW, WE DO RESEARCH INTO ALTERNATE ENERGY SOURCES --

--SOLAR, THERMAL, MAGNETO-GRAVITIC AND MORE.

BUT WE'VE ALSO TAKEN ON OTHER RESEARCH -- ESPECIALLY SINCE WE SHUT DOWN OUR ACTIVE PARAHUMAN STUDIES.

TAKE DOCTOR RIVERA HERE --

-- HE'S CATALOGING ALL PARAHUMANS KNOWN TO EXIST --

-- ENABLING US TO CROSS-REFERENCE BY POWERS, HISTORY, MODUS OPERANDI AND MORE.

AND I DOUBT I'LL EVER BE FINISHED -- BUT WE'RE MAKING REAL STRIDES.

ANYTHING YOU'D LIKE TO SEE, AVENGERS?

HOW ABOUT CRIMINALS KNOWN TO CONTROL OR INFLUENCE MINDS?

OOH, NICE ONE! AND NO SOONER ASKED --

-- THAN ANSWERED!

SOME OF THESE ARE DEAD, OF COURSE, BUT GIVEN THE NUMBER OF RESURRECTIONS YOU FOLKS DEAL WITH, I THINK IT'S SAFER TO LEAVE 'EM IN.

AND THIS IS ONLY A PARTIAL LIST -- BUT I CAN SCROLL THROUGH OTHERS, IF YOU'D LIKE. OR IF YOU WANT TO CHANGE THE SEARCH PARAMETERS...

CORRUPTOR

DR. FAUSTUS

CONTROLLER

LORELEI

BEAUFORT DREAMER

MAXIMUS

MESMERO

MR. DOLL

PHOBOS

OVERMIND

PUPPET MASTER

PURPLE MAN

MENTALLO

REINFORSTER

VOICE OF

-- AND THERE'S NO WAY WE COULD CHECK THIS ENTIRE LIST BEFORE OUR CLEARANCE IS REVOKED.

MASTERMIND

THANKS, BUT I... THINK WE'D BETTER TRY OTHER AVENUES FIRST. WE DON'T HAVE A WHOLE LOT OF TIME --

AND SO...

IRON MAN TO CAPTAIN AMERICA. I'M SCANNING THE WHIZZER'S QUARTERS --

STEWART, STANLEY
CODENAME: WHIZZER

-- BUT THERE'S NO SIGN OF ANY MIND-CONTROL TECHNOLOGY.

LOOKS LIKE THE WHOLE SUITE IS CLEAN.

THAT MUST BE HIM WITH HIS WIFE AND DAUGHTER -- AND IT'S ONLY A DRAWING. HE DIDN'T EVEN HAVE A PHOTO WHEN HE CAME HERE.

IT'S FUNNY. I'VE ALWAYS THOUGHT OF THE SQUADRON MERELY AS SUPER HEROES -- THEIR POWERS, THEIR COSTUMES, ETC. --

-- BUT SEEING THE LOVE IN THAT SKETCH BRINGS HOME THAT THEY'RE JUST AS MUCH REAL PEOPLE AS WE ARE -- AND A LONG WAY FROM HOME.

WARBIRD HERE, CAP.

NO BRAINWASHING GIZMOS IN DOCTOR SPECTRUM'S ROOMS --

-- BUT PLENTY OF EVIDENCE THAT HIS MIND'S SHALLOW ENOUGH TO CONTROL EASILY. PLUS, HE'S GOT AWFUL TASTE IN BEER...

AVENGERS! THIS IS ANDREW KAPPELHOF! YOU'D BETTER GET UP TO 'A' LEVEL FAST --

-- YOU'VE GOT SOME TROUBLE HERE!

WE'RE ON OUR WAY, KAPPELHOF!

BUT FILL US IN! YOU SAY THERE'S TROUBLE -- WHAT KIND OF --



-- Oh.

SO, IMPOSTORS!
YOU NOT ONLY SULLY
THE NAME OF YOUR
WORLD'S GREATEST
HEROES -- BUT YOU
INVADE OUR PRIVACY
AS WELL --
-- AND
TRY TO PLANT
GOD KNOWS
WHAT IN OUR
QUARTERS!

IT'S A GOOD
THING SOME OF OUR
FRIENDS HERE ALERTED
US DOWN IN WASHINGTON!
YOU CREEPS NEED
ANOTHER LESSON
IN MANNERS --

-- AND THE
SQUADRON
SUPREME'S JUST
THE TEAM TO
GIVE IT TO
YOU!

CAP, THEY SOUND SO **SERIOUS** -- AS IF THEY REALLY **BELIEVE** WHAT THEY'RE SAYING!

I KNOW, WANDA. BUT LET'S WORRY ABOUT THAT LATER. RIGHT NOW -- WE COULD USE **WONDER MAN**, IF YOU CAN PULL THAT TRICK AGAIN.

A SINGLE, SIMPLE HEX --

IT... WAS EASIER, THIS TIME. BUT I DON'T LIKE THIS. SIMON'S DEAD -- ONLY HE'S NOT SOMEHOW --

-- AND IT DOESN'T SEEM RIGHT FOR ME TO CONJURE HIM UP WITH MY HEX POWERS, LIKE HE'S SOME KIND OF ENSLAVED GENIE --!

HIYA, WANDA, WHAT'S --

ZNAK

-- AND --

"-- Oh, **THIS** AGAIN?"

SQUADRON -- **ATTACK!** LET'S SHOW THESE ERSATZ AVENGERS ONCE AND FOR ALL --

-- THAT NO ONE'S A MATCH FOR THE **SQUADRON SUPREME!**

YOU MAY TRY, THY LIES HAVE SET **HYPERION**. BUT A GOD'S BLOOD TO **BOILING** WITH RAGE --

-- AND I SHALL NOT COUNTENANCE ANY MORE OF THEM!

UHH!

SPAK

AH-AH!

NICE SHOT ON **HYPE** THERE, BLONDIE -- BUT YOU HAD TO LET LOOSE OF YOUR HAMMER TO DO IT! AND DOCTOR **SPECTRUM** --

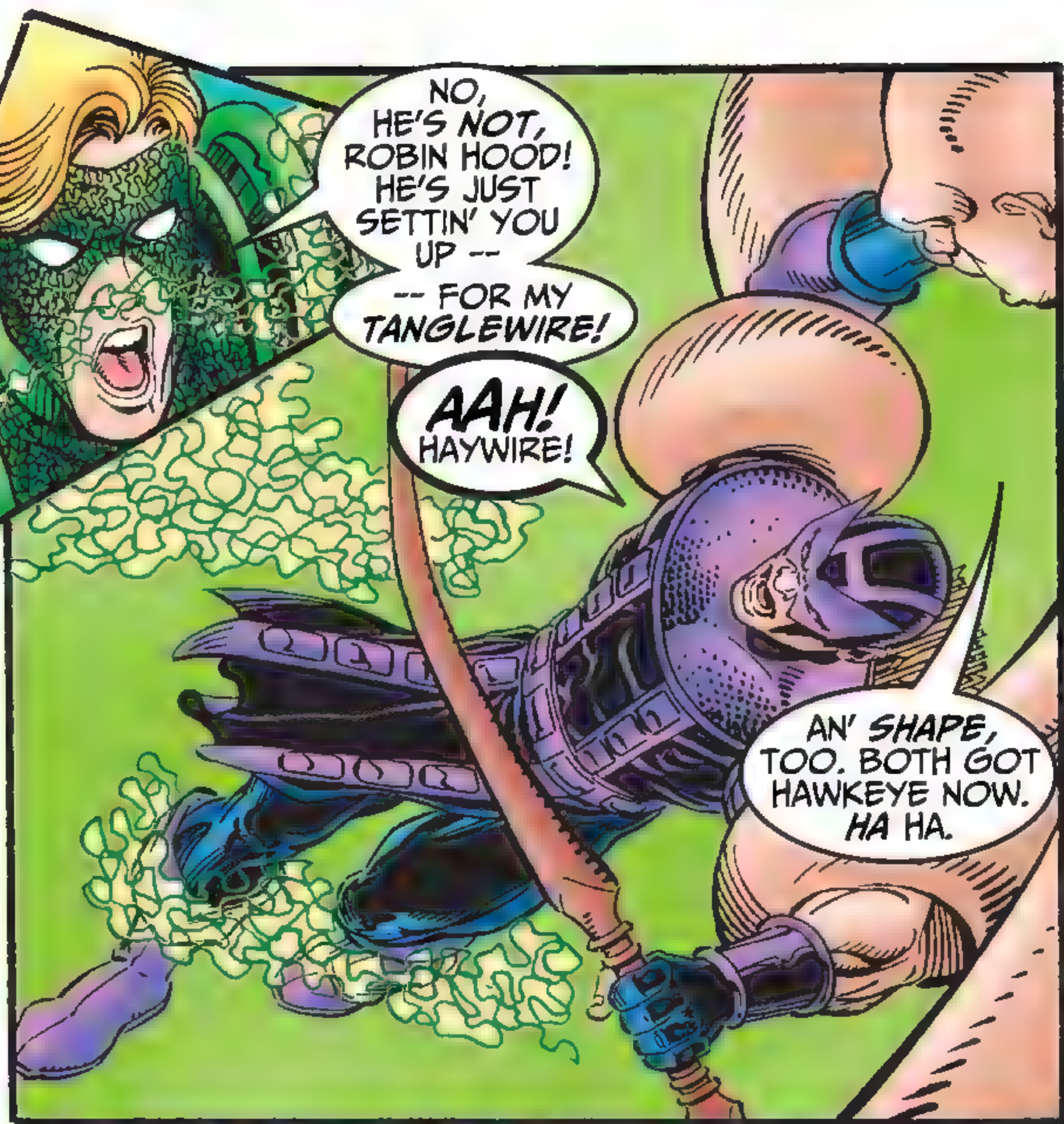
-- ISN'T LETTING YOU HAVE IT **BACK!**

Eh --?



SHAPE
DODGE
HAWKEYE.

MAYBE SO,
PUTTY-PUSS -- BUT
YOU'RE NOT LAYIN'
A HAND ON ME,
EITHER!

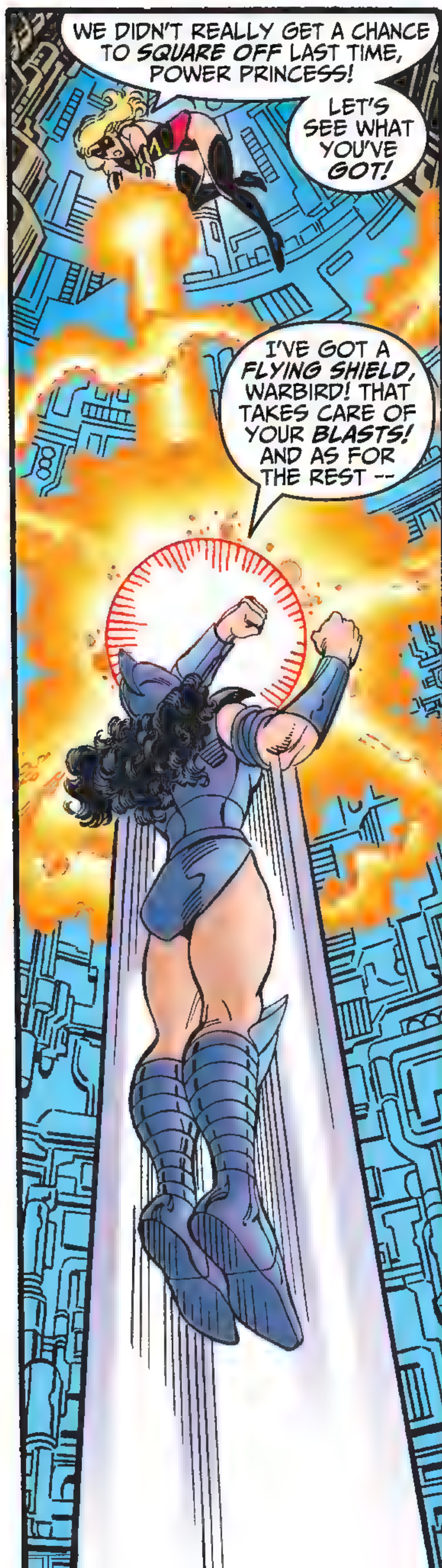


NO,
HE'S NOT,
ROBIN HOOD!
HE'S JUST
SETTIN' YOU
UP --

-- FOR MY
TANGLEWIRE!

AAH!
HAYWIRE!

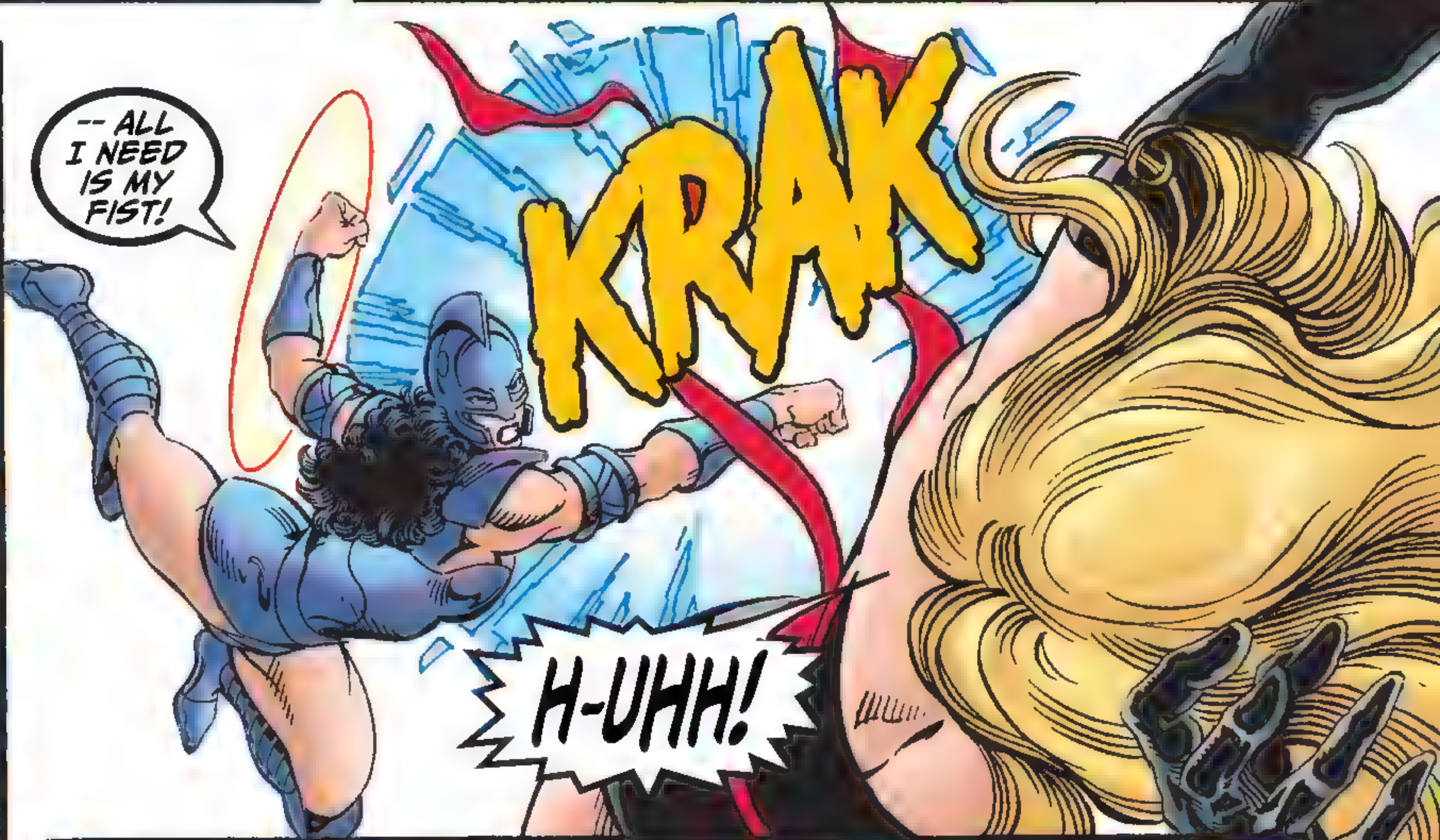
AN' SHAPE,
TOO. BOTH GOT
HAWKEYE NOW.
HA HA.



WE DIDN'T REALLY GET A CHANCE
TO **SQUARE OFF** LAST TIME,
POWER PRINCESS!

LET'S
SEE WHAT
YOU'VE
GOT!

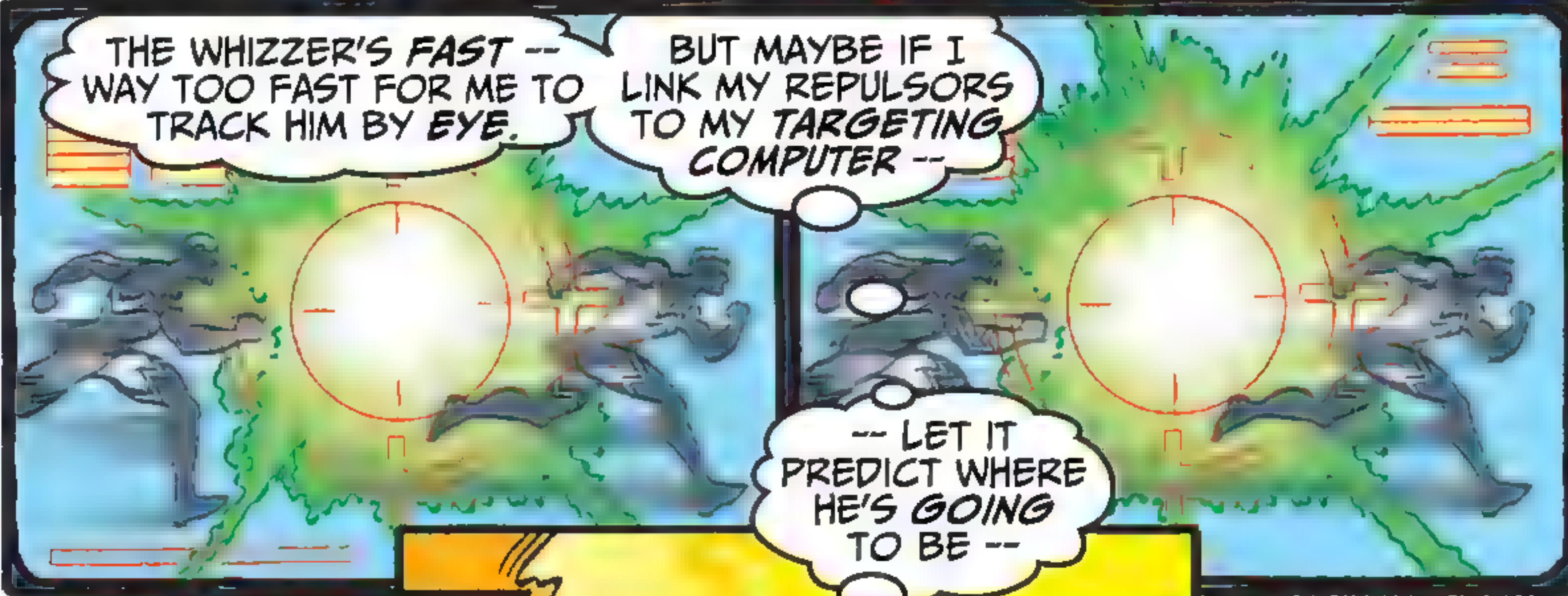
I'VE GOT A
FLYING SHIELD,
WARBIRD! THAT
TAKES CARE OF
YOUR **BLASTS!**
AND AS FOR
THE REST --



-- ALL
I NEED
IS MY
FIST!

KRAK

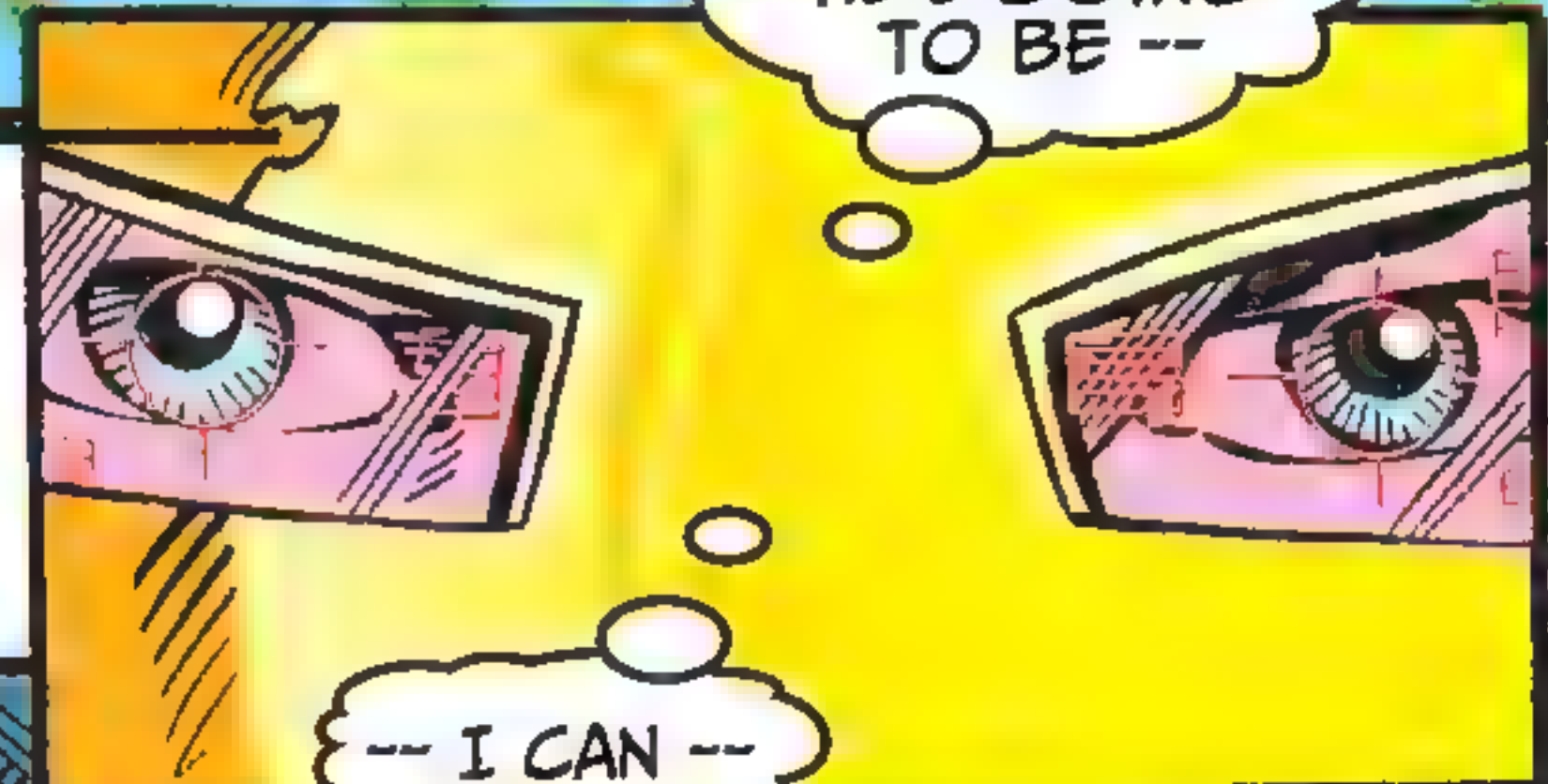
H-UHH!



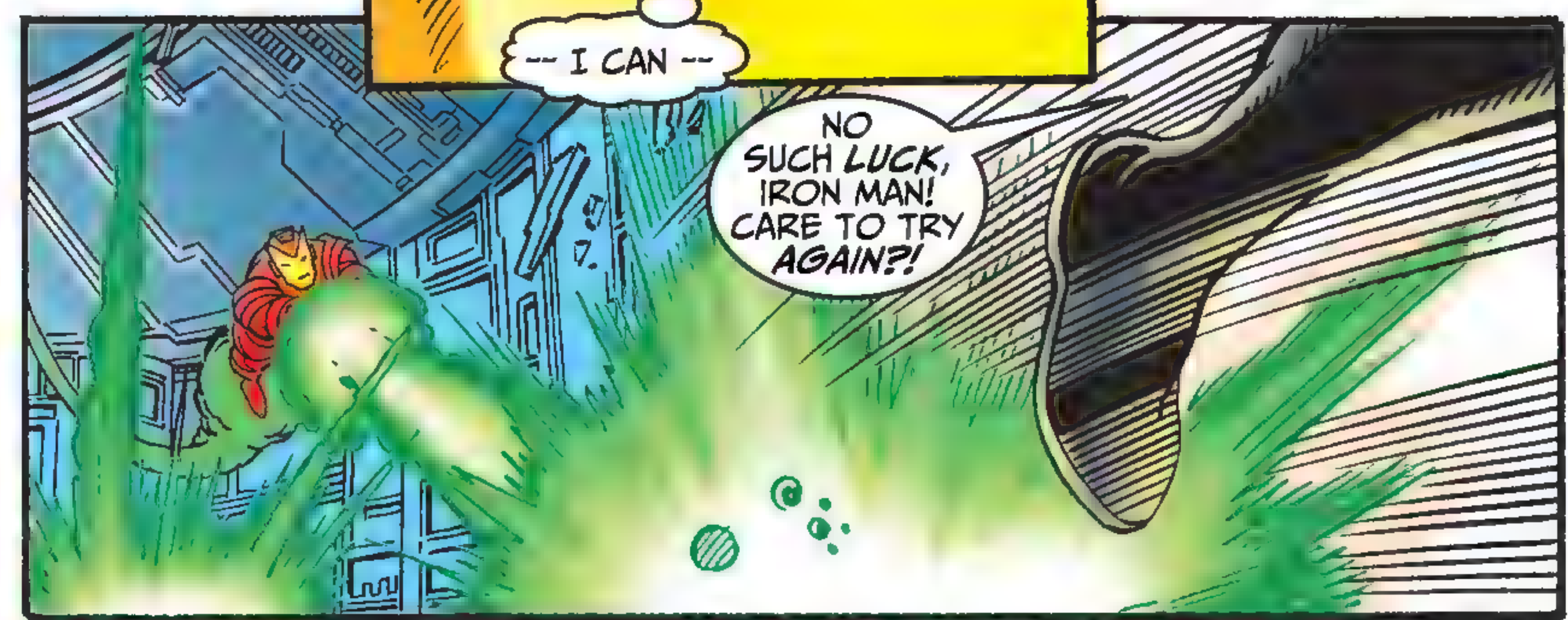
THE WHIZZER'S FAST --
WAY TOO FAST FOR ME TO
TRACK HIM BY EYE.

BUT MAYBE IF I
LINK MY REPULSORS
TO MY **TARGETING**
COMPUTER --

-- LET IT
PREDICT WHERE
HE'S GOING
TO BE --



-- I CAN --



NO
SUCH LUCK,
IRON MAN!
CARE TO TRY
AGAIN?!

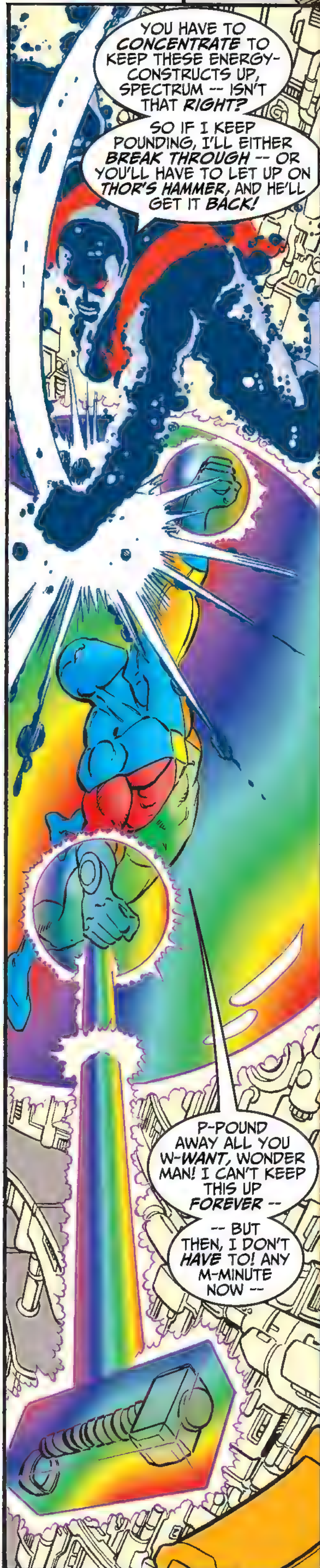


YOU'RE MORE FORMIDABLE THAN YOU HAVE ANY REASON TO BE, SCARLET WITCH! BUT I'VE HAD MORE EXPERIENCE IN MAGIC -- MORE TRAINING --

-- AND THAT'LL INEVITABLY MAKE ME THE VICTOR!

IT ONLY PUTS THE ODDS IN YOUR FAVOR, MOONGLOW! AND I'VE GOT A HABIT OF BEATING THE ODDS!

I DON'T GET IT -- MY SKILLS ARE SO RUSTY THAT I'M NOT EVEN TRYING TO USE MAGIC! JUST MY MUTANT HEX ABILITIES! SO -- WHAT'S GOING ON?!

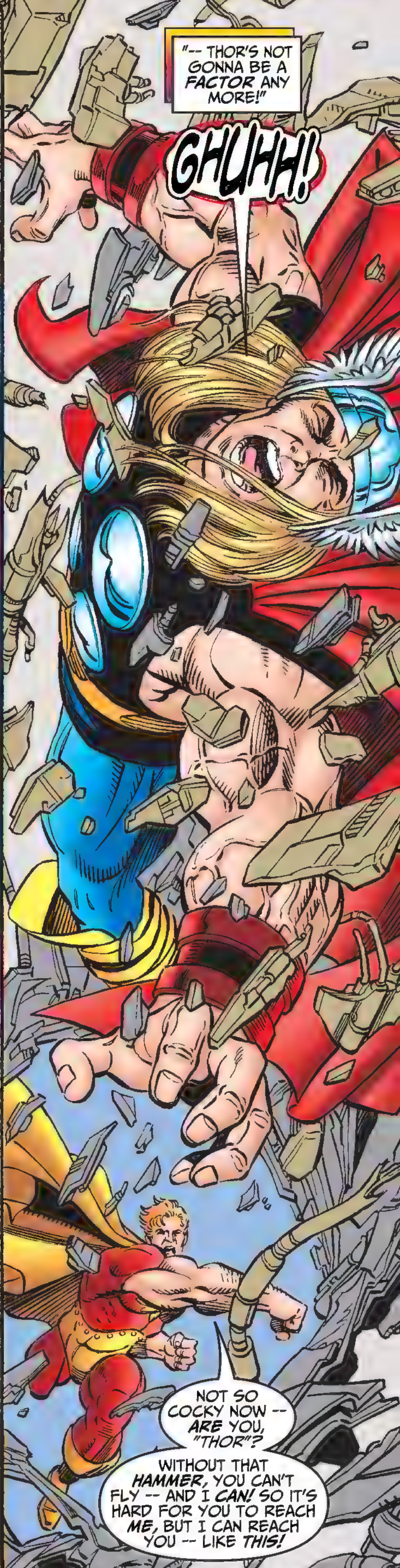


YOU HAVE TO CONCENTRATE TO KEEP THESE ENERGY-CONSTRUCTS UP, SPECTRUM -- ISN'T THAT RIGHT?

SO IF I KEEP POUNDING, I'LL EITHER BREAK THROUGH -- OR YOU'LL HAVE TO LET UP ON THOR'S HAMMER, AND HE'LL GET IT BACK!

P-POUND AWAY ALL YOU W-WANT, WONDER MAN! I CAN'T KEEP THIS UP FOREVER --

-- BUT THEN, I DON'T HAVE TO! ANY M-MINUTE NOW --

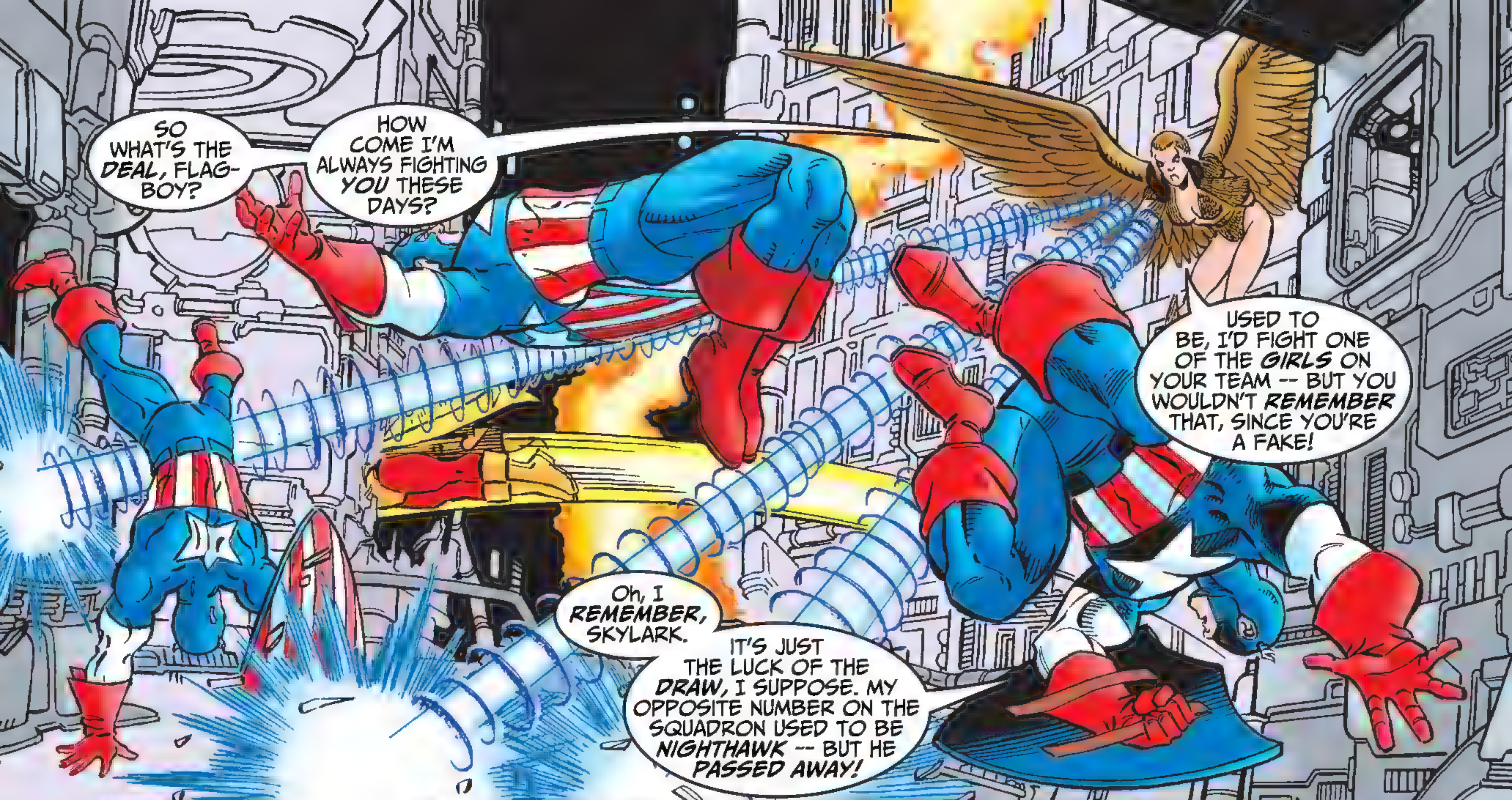


"-- THOR'S NOT GONNA BE A FACTOR ANY MORE!"

GHUHH!

NOT SO COCKY NOW -- ARE YOU, "THOR"?

WITHOUT THAT HAMMER, YOU CAN'T FLY -- AND I CAN! SO IT'S HARD FOR YOU TO REACH ME, BUT I CAN REACH YOU -- LIKE THIS!



SO WHAT'S THE DEAL, FLAG-BOY?

HOW COME I'M ALWAYS FIGHTING YOU THESE DAYS?

USED TO BE, I'D FIGHT ONE OF THE *GIRLS* ON YOUR TEAM -- BUT YOU WOULDN'T REMEMBER THAT, SINCE YOU'RE A FAKE!

Oh, I REMEMBER, SKYLARK.

IT'S JUST THE LUCK OF THE DRAW, I SUPPOSE. MY OPPOSITE NUMBER ON THE SQUADRON USED TO BE NIGHTHAWK -- BUT HE PASSED AWAY!



STILL, IT'S NOT A TERRIBLY *EVEN* BATTLE! WITHOUT MY OLD SHIELD, WHICH I COULD THROW -- I'M VULNERABLE TO DISTANCE ATTACKS!

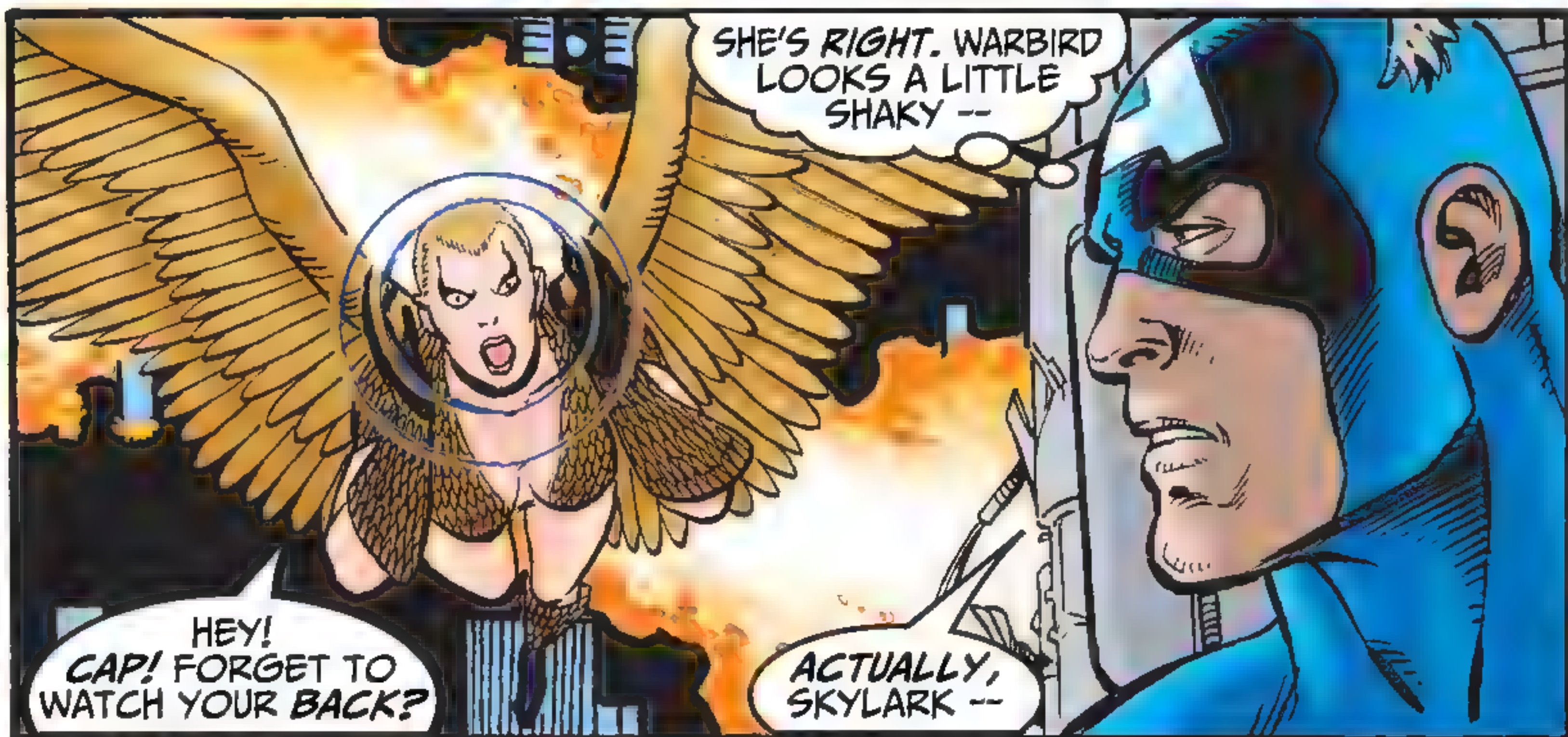
AND WITH HER SONIC POWER -- EH?!



WARBIRD'S STILL NOT USING HER BINARY POWERS -- AND SHE'S *SERIOUSLY* OUTMATCHED!

THEY SHOULD HAVE GOTTEN *SOMEONE ELSE* TO DOUBLE FOR Ms. MARVEL, WARBIRD! NOT ONLY DIDN'T YOU GET THE NAME RIGHT --

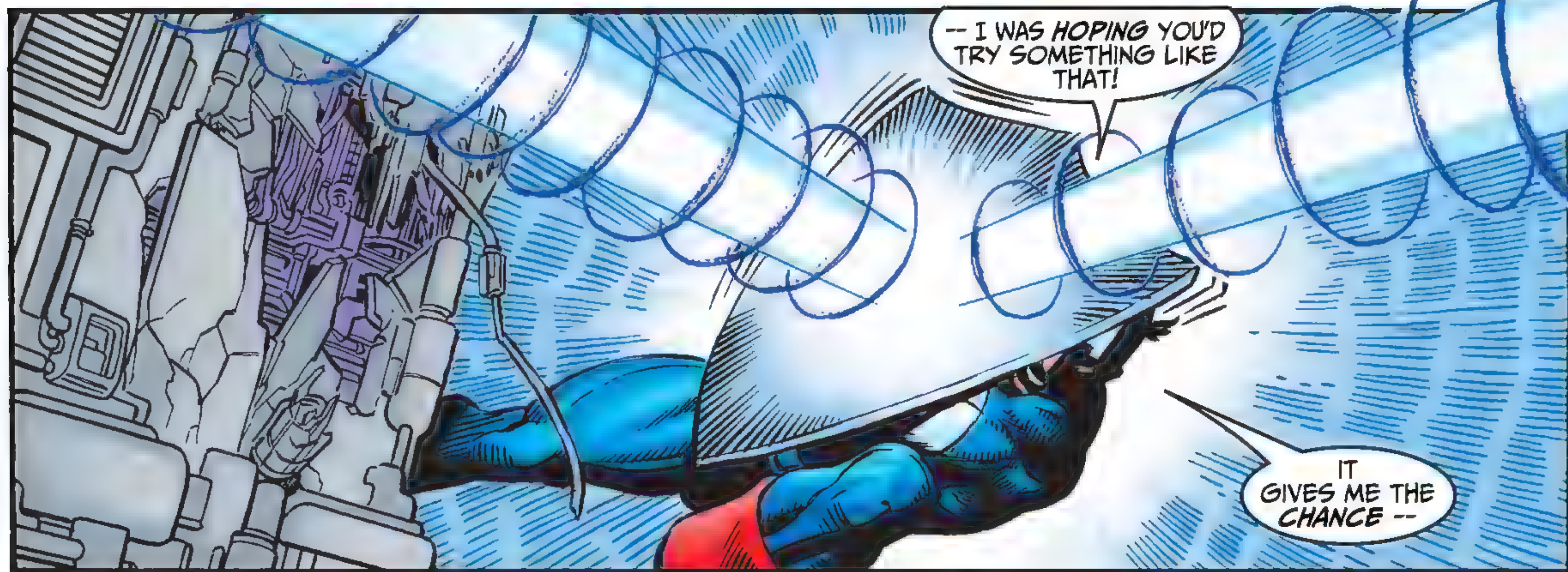
-- BUT Ms. MARVEL HAD A *STERLING* REPUTATION, AND THE WAY YOU'RE FIGHTING, YOU'RE NOT EVEN *COMING CLOSE*!



SHE'S RIGHT. WARBIRD LOOKS A LITTLE SHAKY --

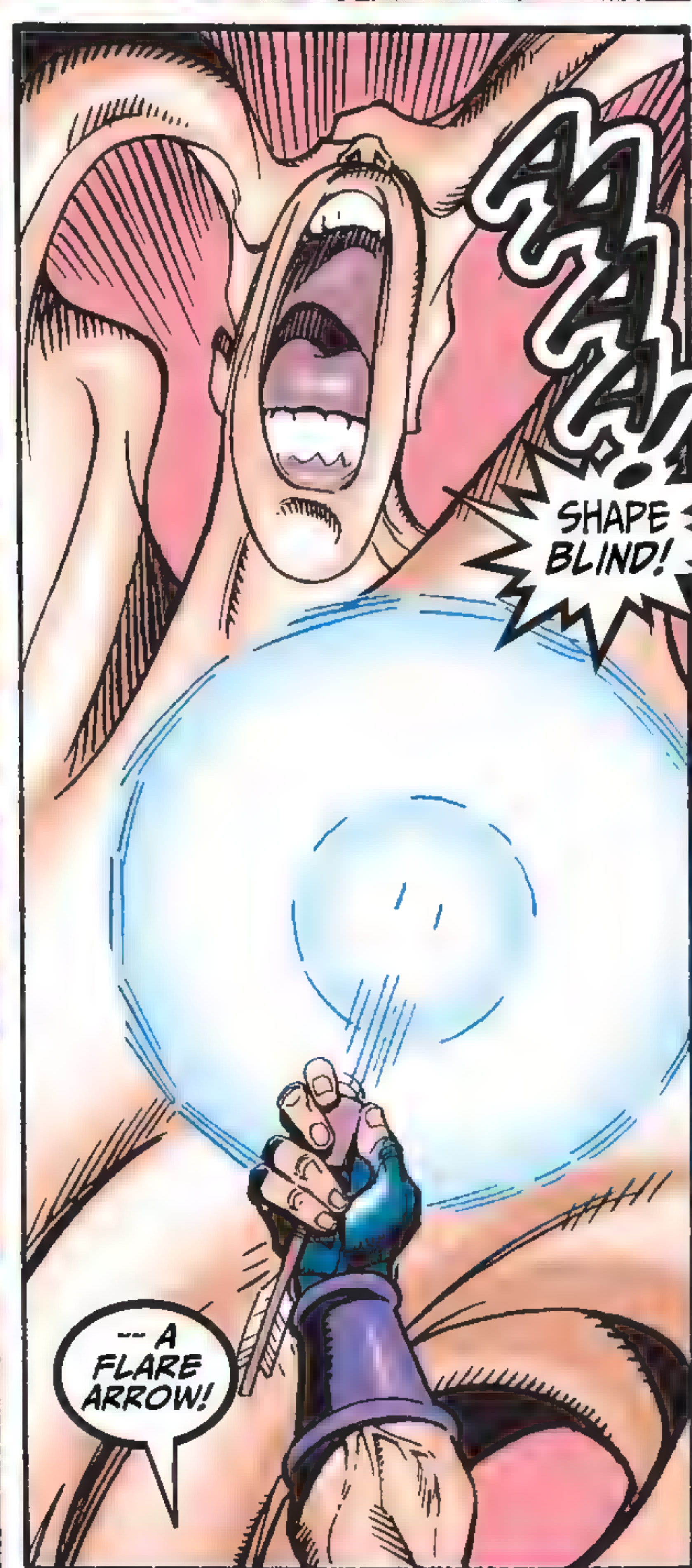
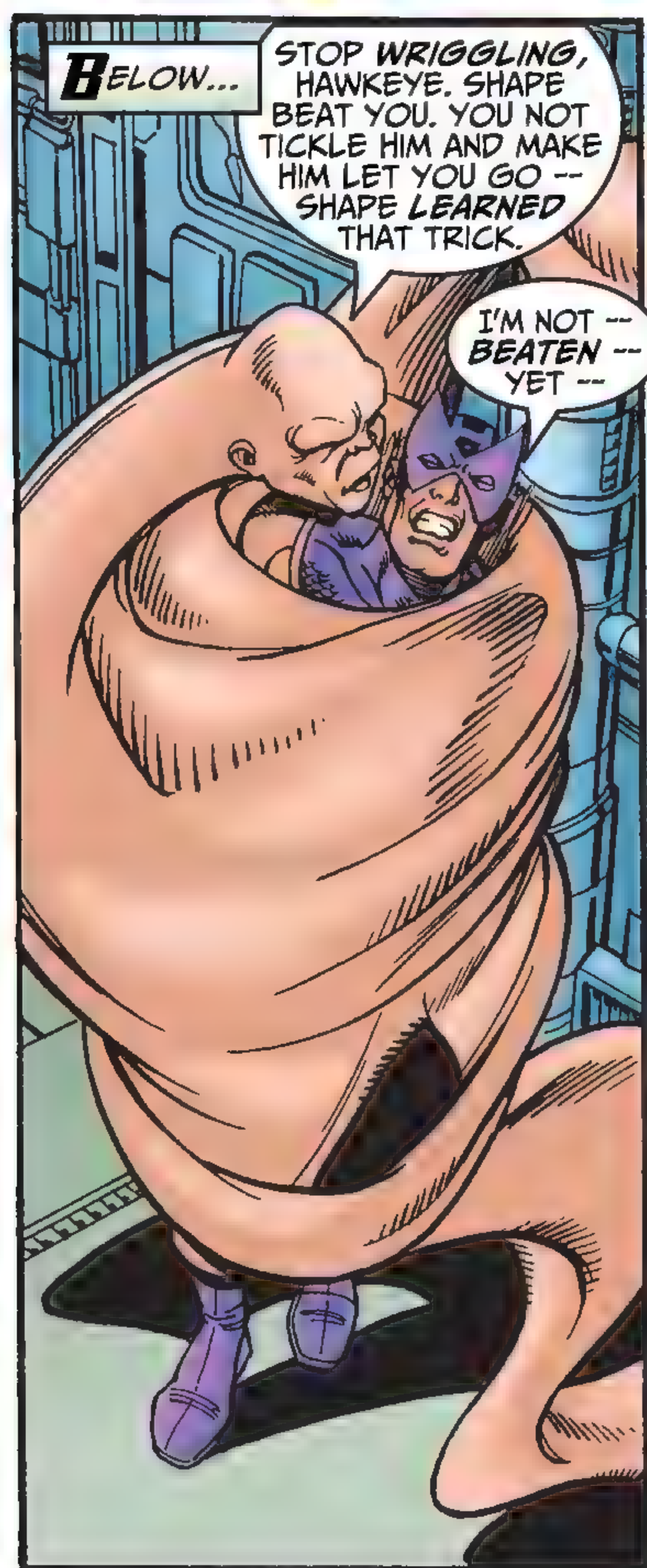
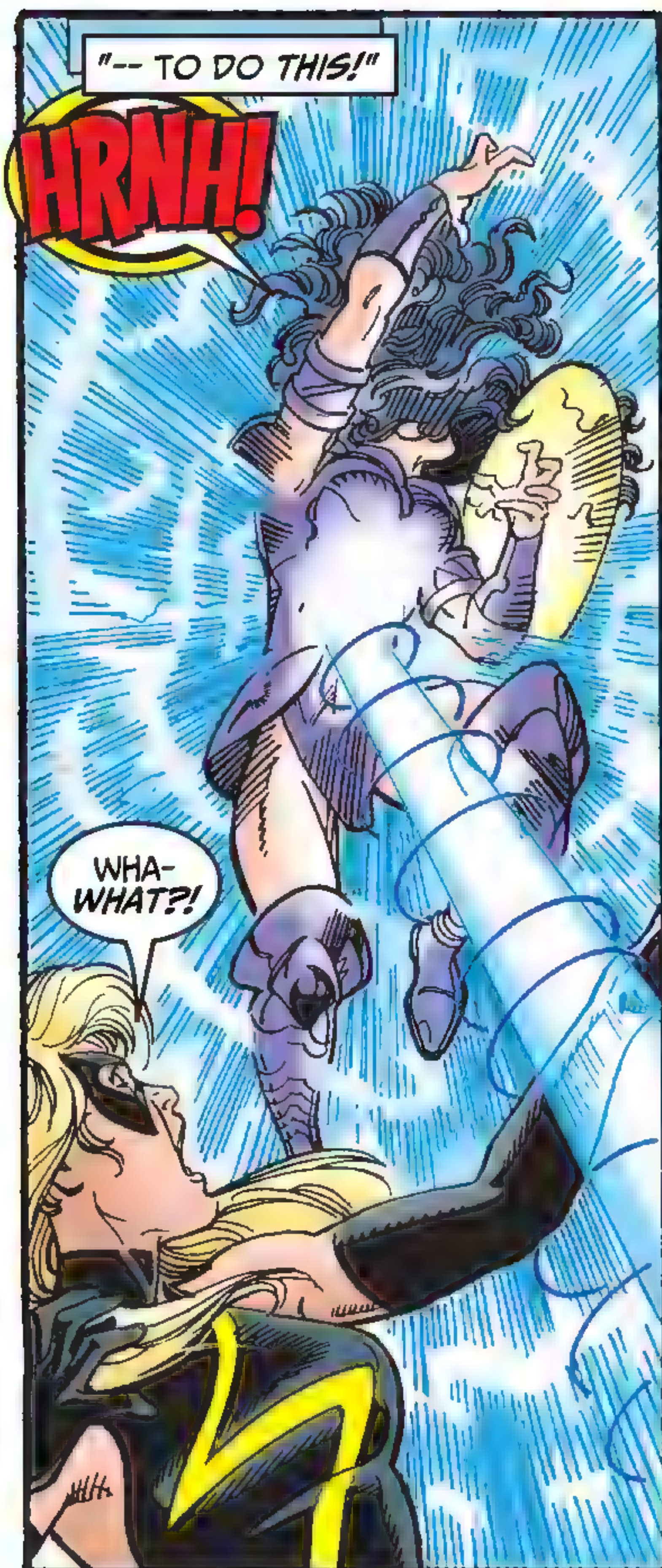
HEY! CAP! FORGET TO WATCH YOUR BACK?

ACTUALLY, SKYLARK --



-- I WAS HOPING YOU'D TRY SOMETHING LIKE THAT!

IT GIVES ME THE CHANCE --



AND SEVERAL LEVELS DOWN
THE TRANSIT CORRIDOR
KNOWN AS THE LOOP...

NOT AS
EASY TO GET
AWAY AS YOU
THOUGHT, WHIZZER --
IS IT? OUTSIDE, I
COULDN'T KEEP
UP WITH
YOU --

-- BUT IN
THESE CLOSE
QUARTERS, YOU
CAN'T BUILD UP
TO FULL
SPEED!

OH, I'M
NOT RUNNING
AWAY, IRON MAN!
I'M JUST WAITING
UNTIL YOU'VE
GOT ENOUGH
MOMENTUM!

SEE, BETWEEN YOUR
JETS AND YOUR
COMPUTERS, YOU'RE
DOING FINE FOR
SPEED --

CHOOO

-- BUT AT
THIS VELOCITY,
I'M BETTING YOU
STEER LIKE
A ROCK!

MEANWHILE...

WHAT
IN--?

-- I'LL JUST USE YOU
TO HELP HIM AGAINST
HYPERION!

HUH? OH,
NO!
HYPERION --

LOOKS
LIKE YOU'RE
RIGHT,
SPECTRUM!
I
CAN'T BREAK
THROUGH TO
YOU BEFORE
THOR'S HAD
IT --

-- SO
INSTEAD OF
TRYING TO GET
HIS HAMMER
BACK --

**LOOK
OUT!**

HUHH!

AH, MY
THANKS,
WONDER
MAN.



AND NOW,
VILLAIN --

THIS IS
INSANE! THERE'S
NO WAY YOU SHOULD
BE ABLE TO HOLD
OUT THIS LONG
AGAINST ME!

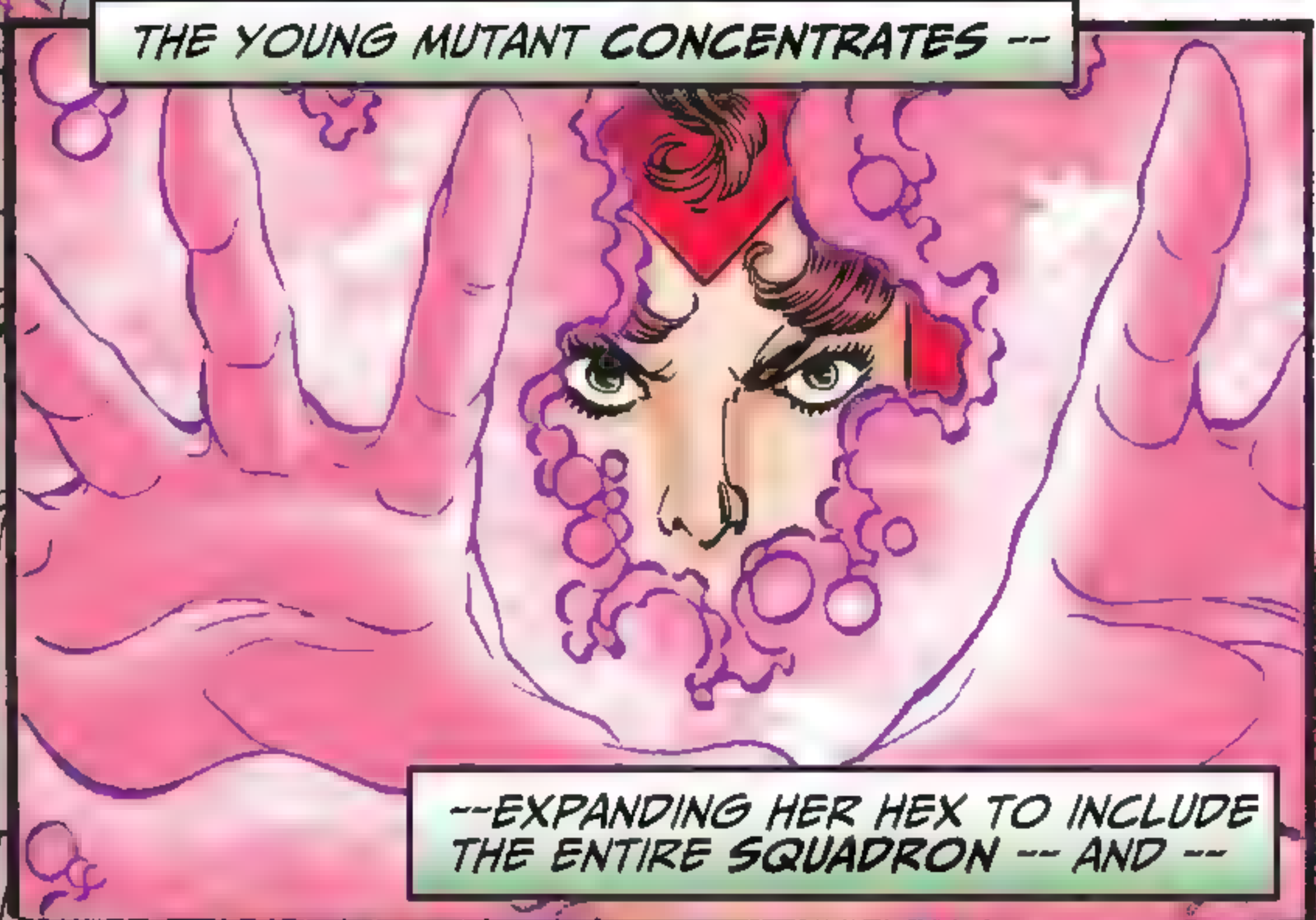
DON'T
I KNOW
IT!

BUT SOMEHOW, MY
POWER'S PROTECTING
ME! NOT JUST DEFLECTING
HER MAGIC -- BUT
ABSORBING IT!

AND
THAT'S NOT
ALL --

I CAN -- TOUCH IT, SOME-
HOW -- LISTEN TO IT!
AND THERE'S -- THERE'S
SOMETHING WRONG!
WITH MOONGLOW --
AND THE WHOLE
SQUADRON!

THE YOUNG MUTANT CONCENTRATES --



--EXPANDING HER HEX TO INCLUDE
THE ENTIRE SQUADRON -- AND --



WH-
WHAT --?

THIS --

HUH?

--- GOING ---

--- SO ---

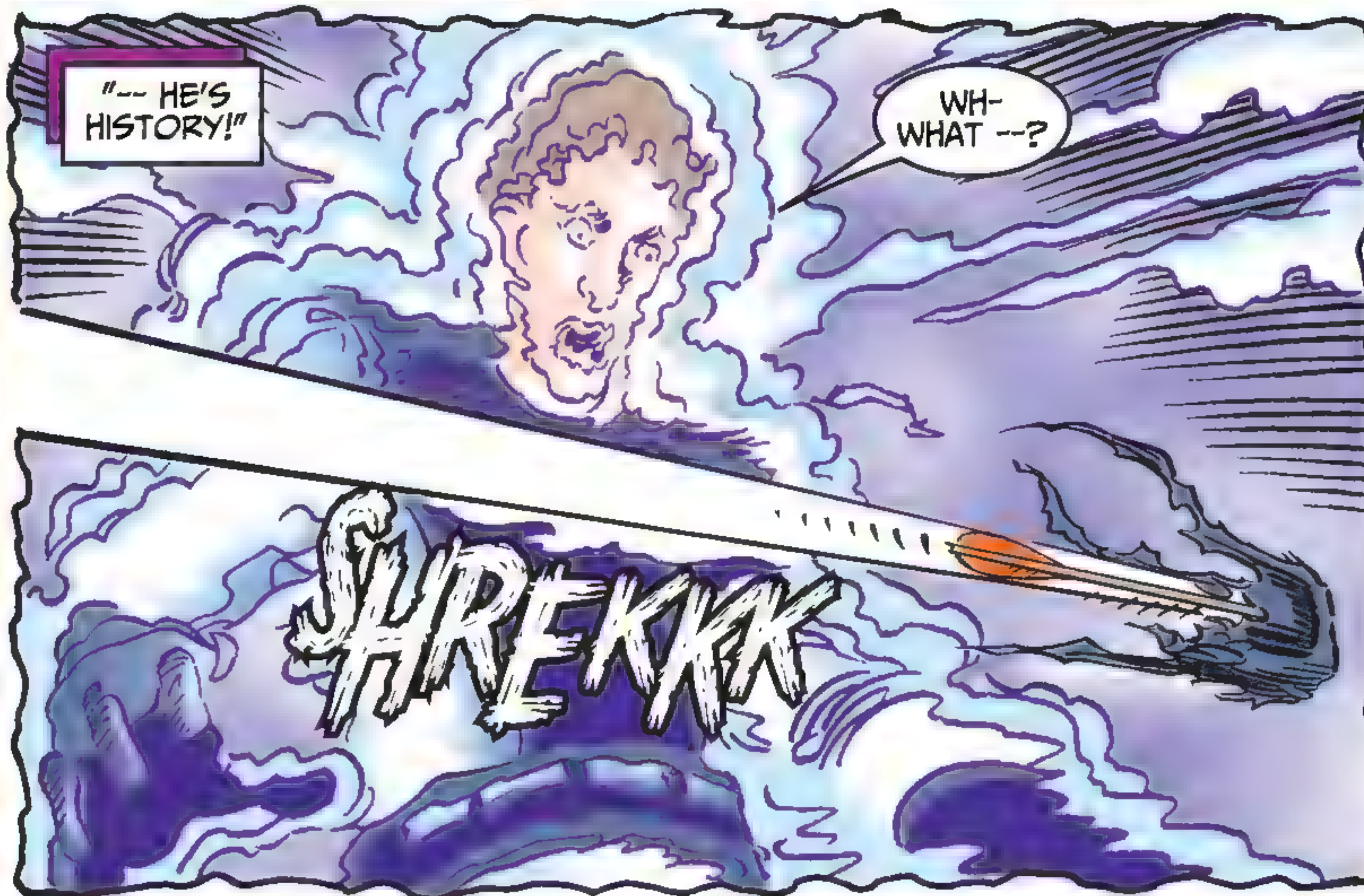
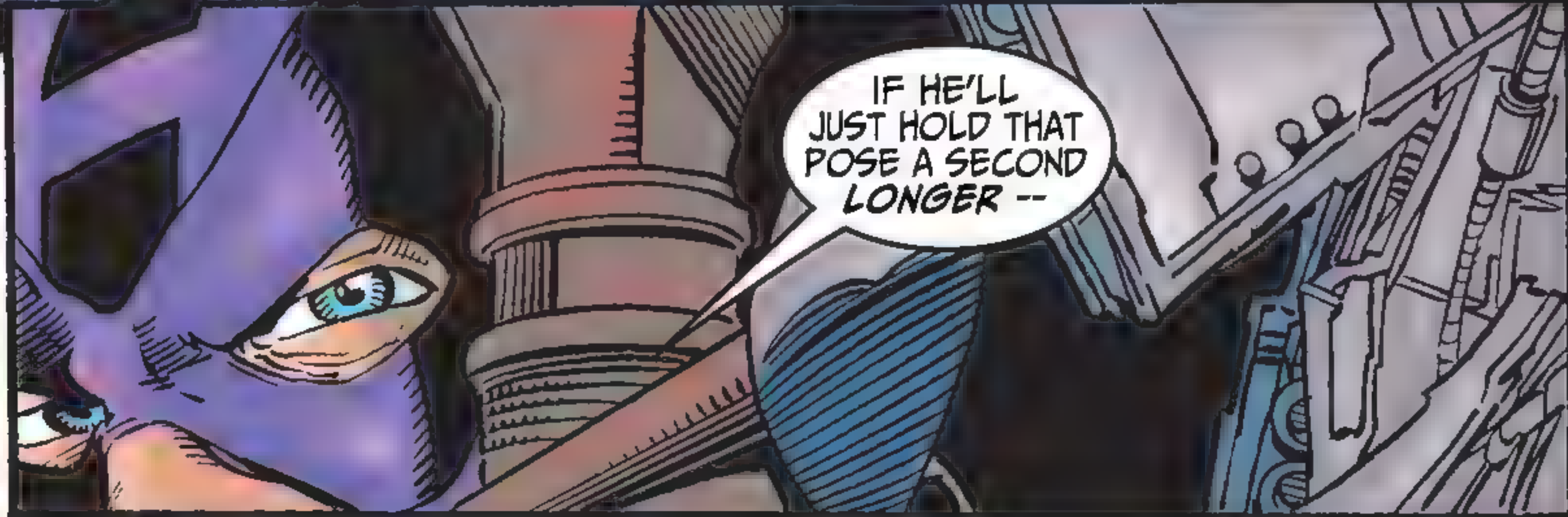
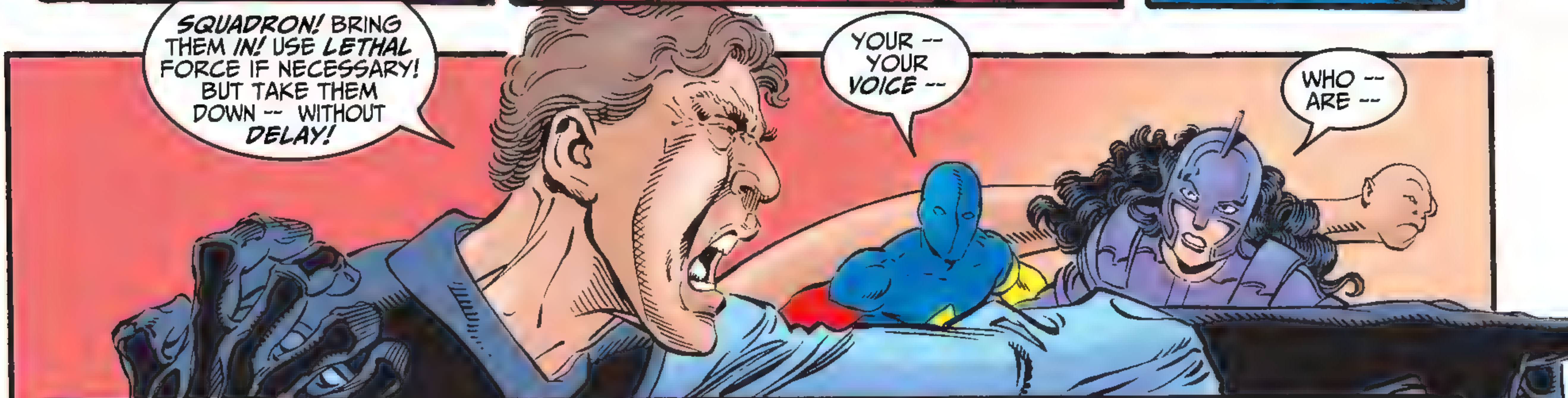
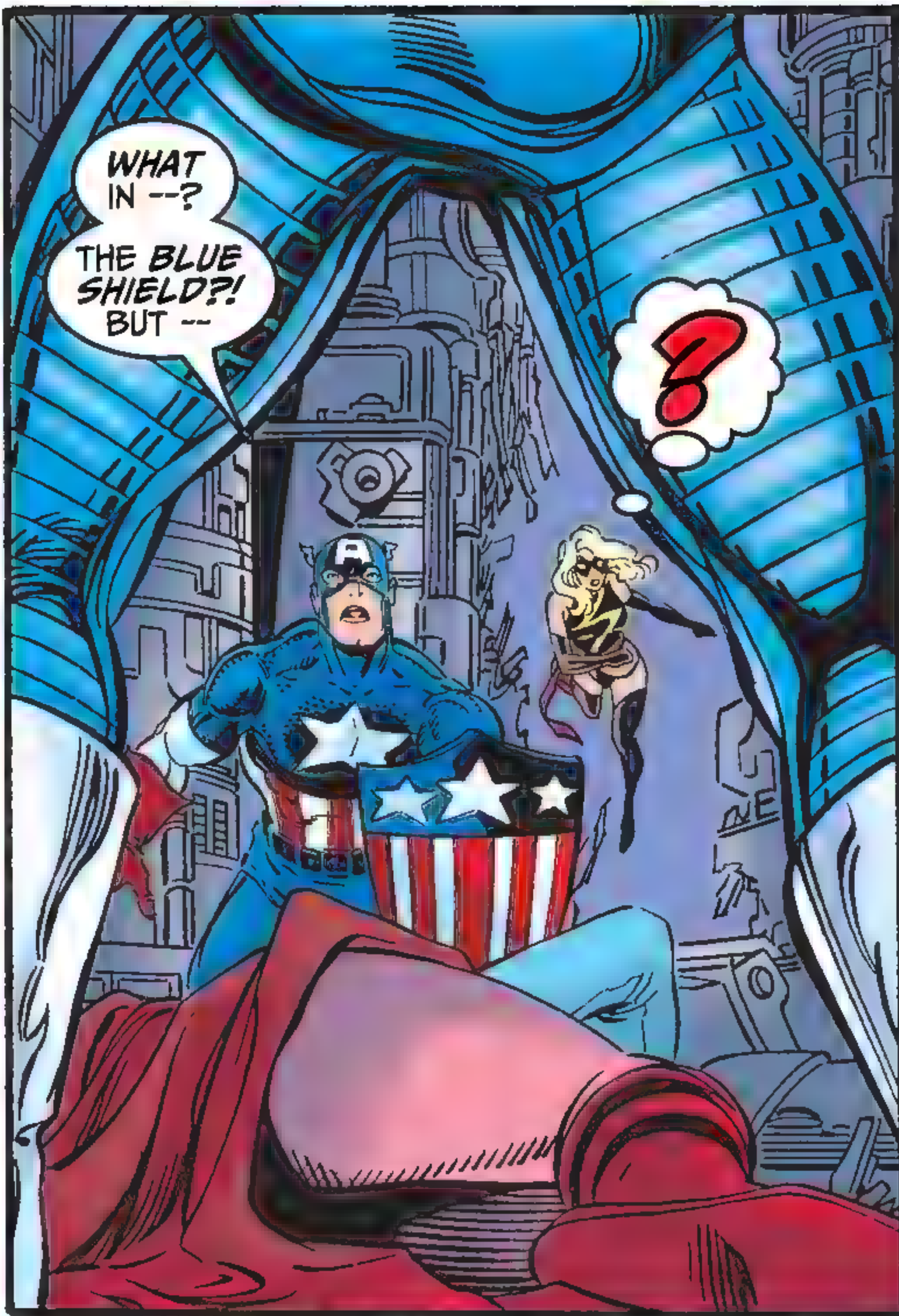
HOW --

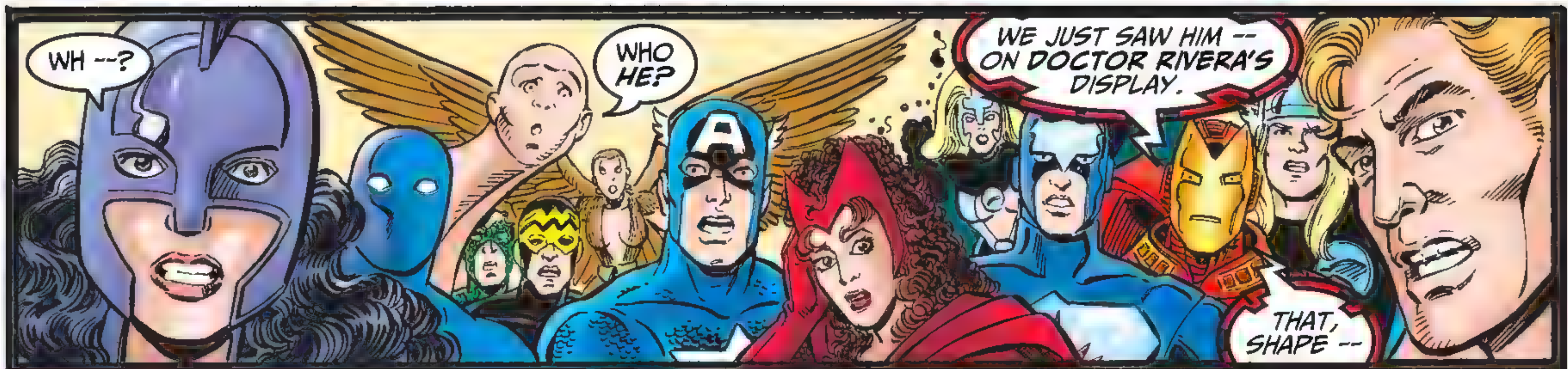
WHAT'S --

-- WHERE --

I'M DOING IT!
WHATEVER'S WRONG
WITH THEM -- I CAN
REACH IT! I CAN FIX
IT! THEY'RE COMING
OUT OF IT!

I DON'T
KNOW HOW,
BUT I'M
DOING --



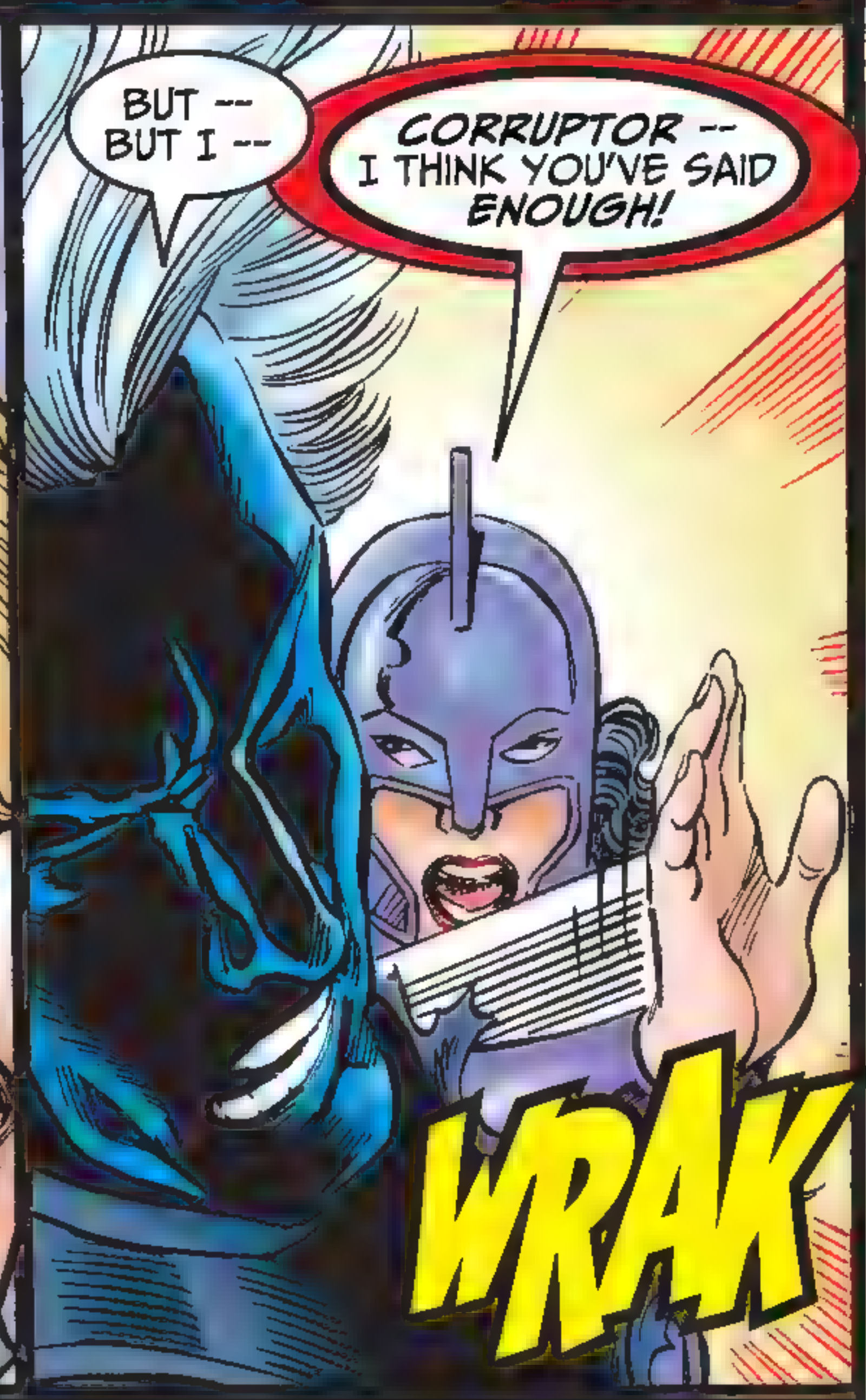
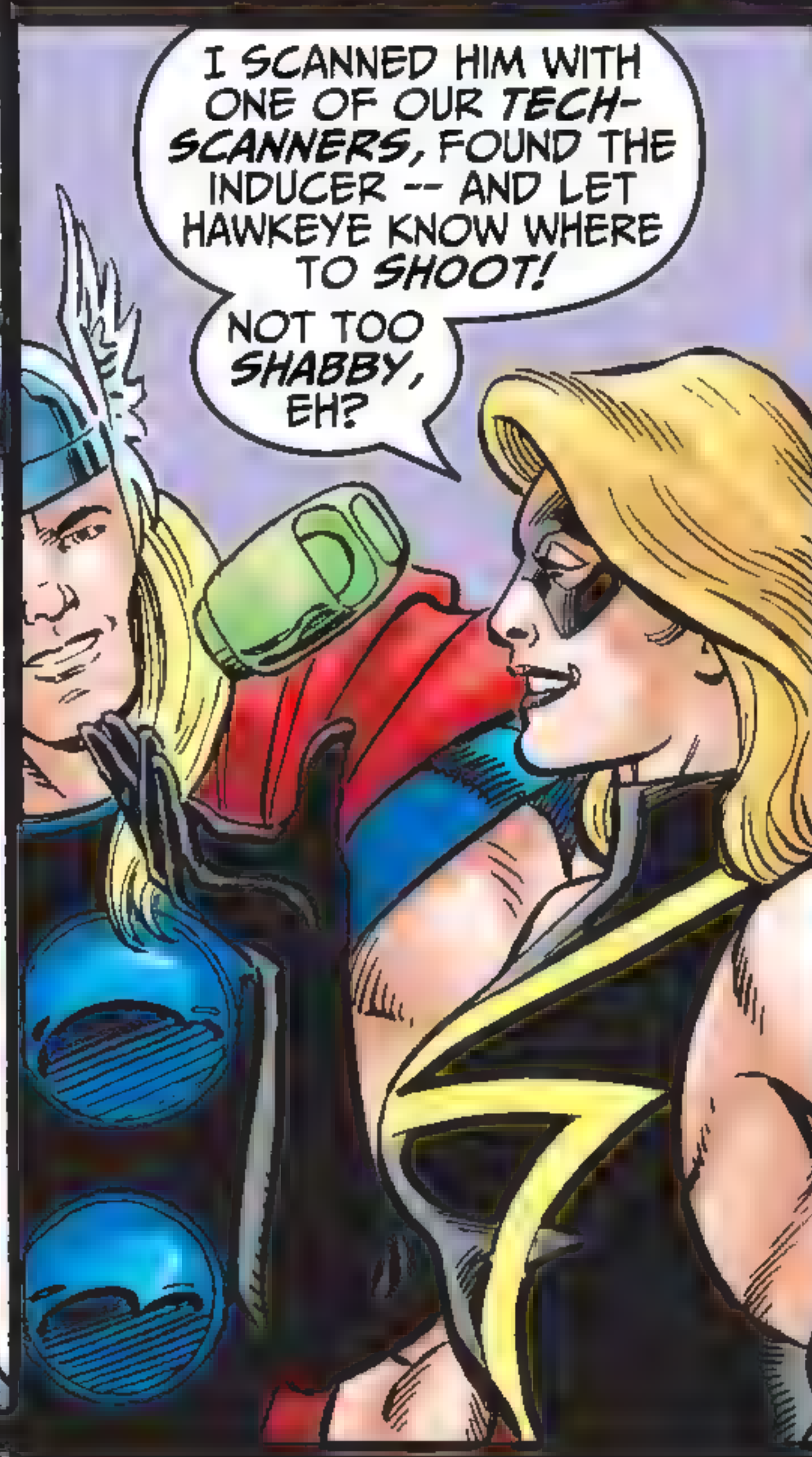


"-- IS THE **CORRUPTOR**!"

N-NO -- IT CAN'T HAVE GONE WRONG! THE PLAN WAS PERFECT!

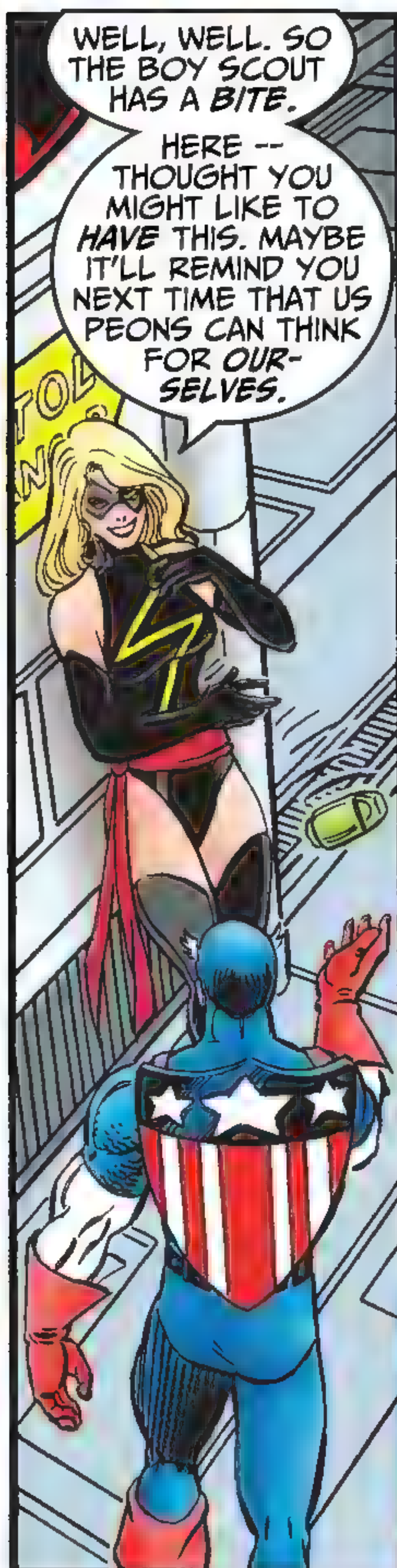
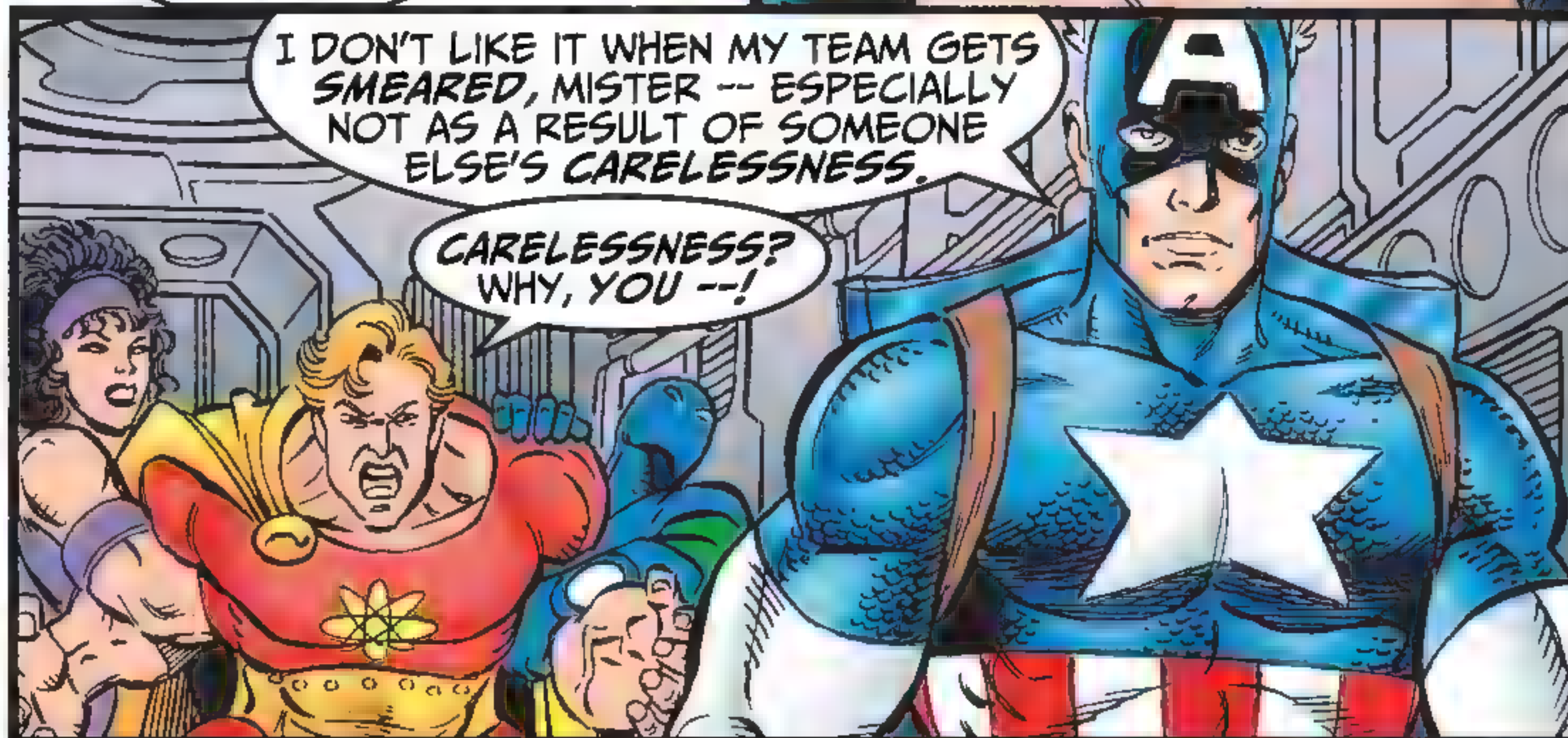
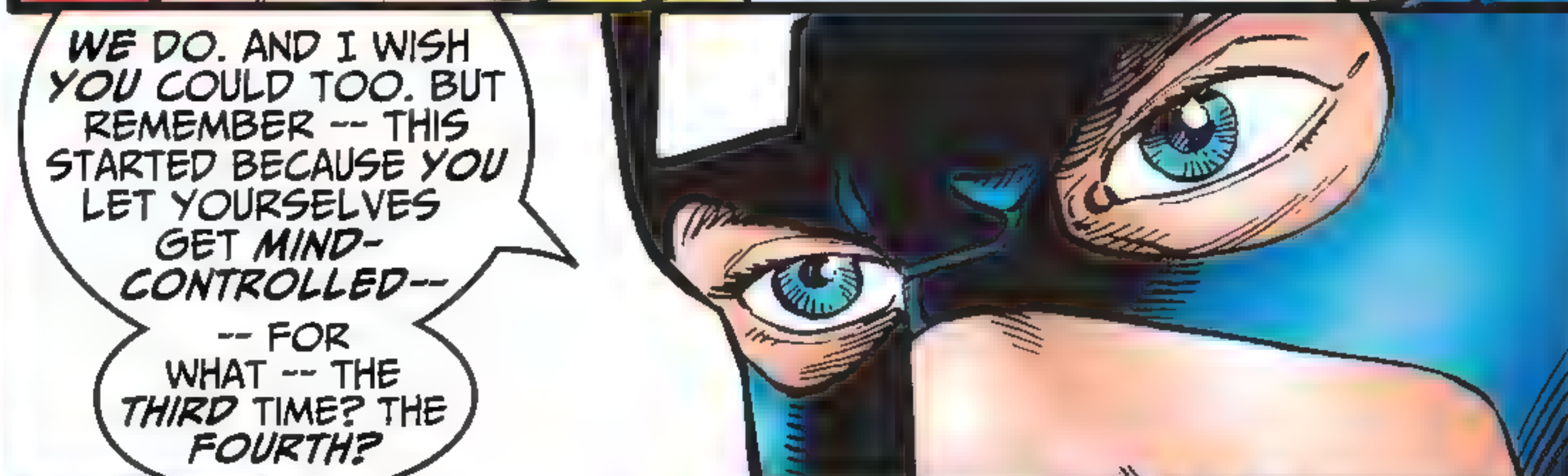
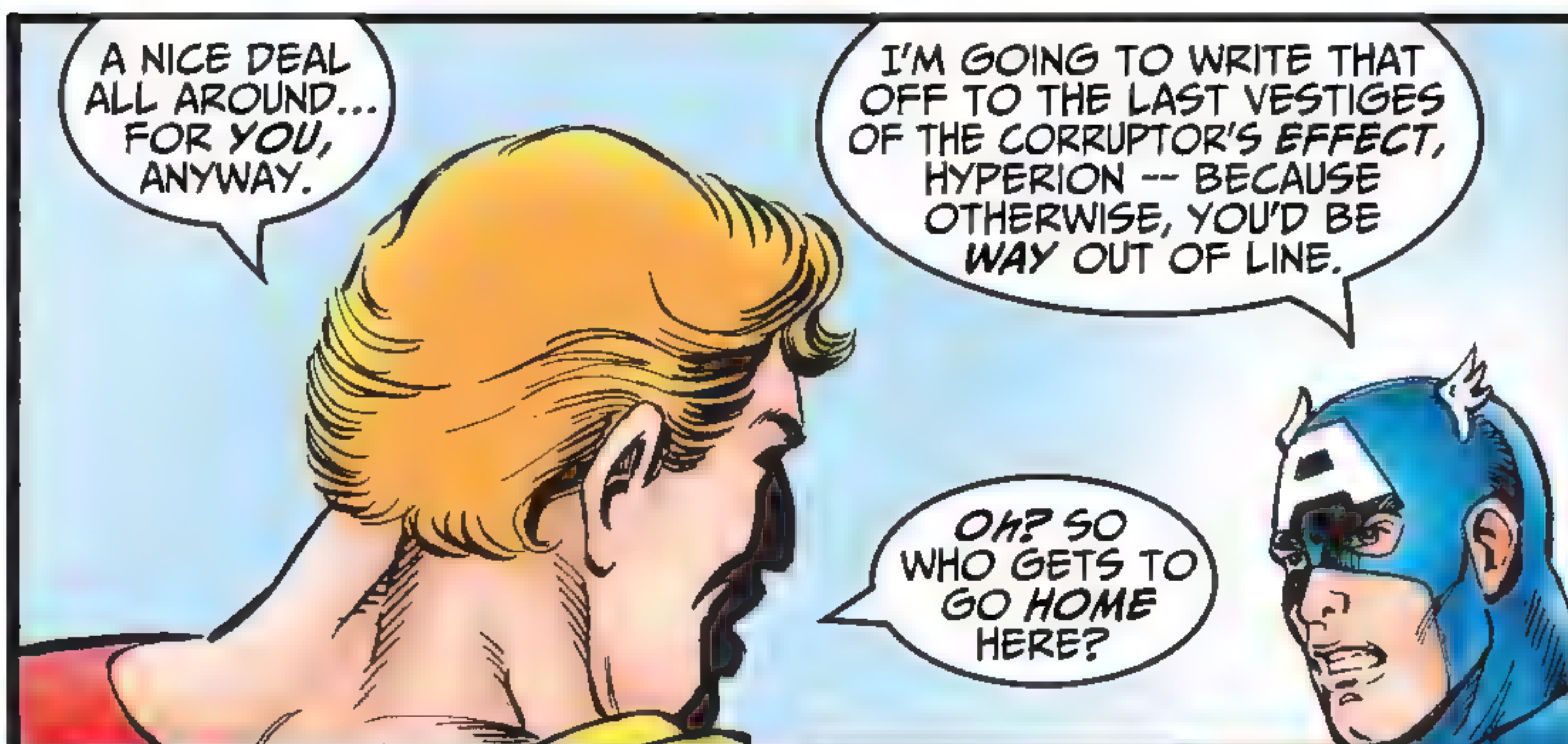
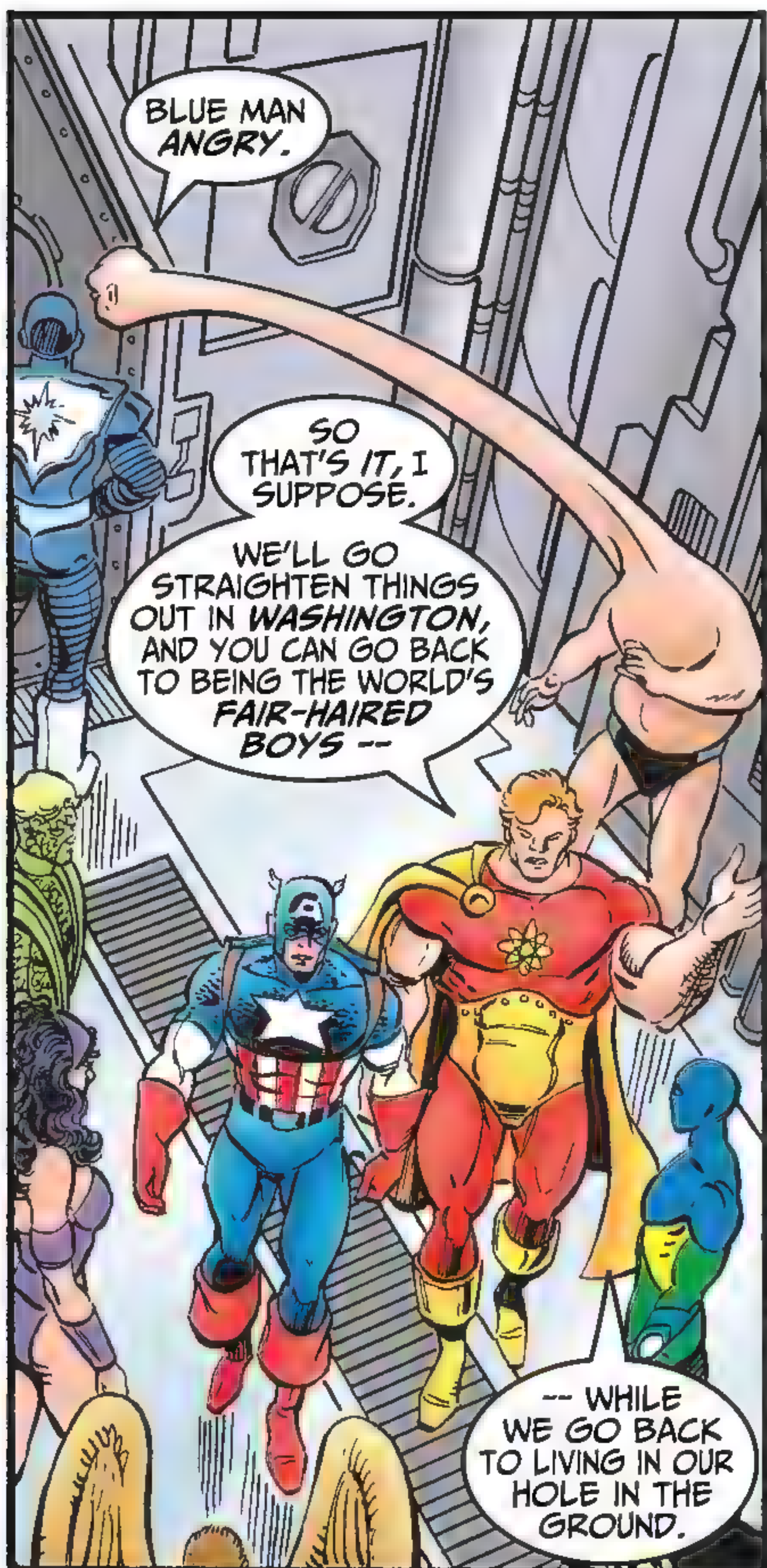
I BROUGHT THE AVENGERS IN -- IF THEY HADN'T PULLED THAT BIT WITH JENKINS I'D HAVE FOUND ANOTHER PRETEXT--

-- AND WHILE WE DELAYED THEM HERE, I RECALLED THE SQUADRON --



LATER, AFTER ORDER HAS BEEN RESTORED...







WHOA.
PARANOID
MUCH?

SHE'S...
TROUBLED, HAWK-
EYE. IF I'M RIGHT, SHE
NEEDS UNDERSTANDING
MORE THAN ANY-
THING ELSE.

I'LL
JUST--

NO.

YOU TOLD
ME TO HOLD OFF
EARLIER, IRON
MAN --



-- AND
NOW IT'S MY
TURN.

SHE'S IN NO
MOOD TO TALK NOW --
NOT TO ANYONE. LET HER
COOL DOWN. THEN, MAYBE,
WE CAN FIND OUT WHAT'S
WRONG...



SOME HOURS
LATER...

IT...
DID NOT
GO WELL,
SIR.

SO... I
LOST CONTROL
OF THE SQUADRON
SUPREME AND THE
CORRUPTOR?

I'M
AFRAID SO.
BUT THE POST-
HYPNOTIC GUARD
SEEMS TO HAVE
WORKED. IT WON'T
BE TRACKED
BACK TO
YOU.

GOOD
TO HEAR.

BUT STILL, THIS
WAS DEFINITELY A
BLUNDER.

I USED THE
SQUADRON TO DISTRACT
FROM OUR RAID ON THE
SPACESHIP* -- AND WOUND
UP SACRIFICING TWO
ACQUISITIONS TO
GAIN ONE.

STILL, THERE MUST BE
A RECKONING -- AND
IT MUST COME SOON.
THE AVENGERS HAVE
THWARTED ME
TWICE NOW --

-- AND
IMUS CHAMPION
DOES NOT LIKE
TO LOSE!

* LAST ISSUE
-- TOM.

IMUS WHO? WELL, IF YOU'VE GOT LONG
MEMORIES, YOU'LL REMEMBER HIM --
AND IF YOU DON'T, THE ANSWERS ARE IN

AVENGERS/SQUADRON SUPREME
THIS JULY!

AND FOR MORE ON WARBIRD, DON'T MISS NEXT MONTH'S MINI-EPIC

LIVE FREE OR DIE!
STARTS IN IRON MAN #7 AND RUNS THROUGH CAPTAIN AMERICA #8 AND QUICKSILVER #10 BEFORE WRAPPING UP 30.8 HERE IN AVENGERS #7!

(AND IF YOU DON'T READ THOSE OTHER BOOKS, DON'T FRET -- WE'LL FILL YA IN!)

MARVEL
COMICS
1998

ANNUAL

STARRING

the AVENGERS & SQUADRON SUPREME™



Carlos Pacheco
+ 98
George Pérez

BUSIEK • PACHICO • BATT

LEPTON NUMBER

— AND HIS
OWN PLACE IN
ITS FUTURE.

AS
EVEN
AT THIS
SIZE, HE WAS
ONE OF THE
GIANTS.

THE

REFERENCE

FIRESTAR

POWER PRINCES

COLLECTOR SPECTRUM

ADDITIONAL

THE SHARP

HYPERION

THE WHIZZER

INSTRUK

THESE

FROM AFRO

HELM 138635

NOTES

JUSTICE

KUAT BUSIĘK plot • BUSIĘK & KAMINSKI script • CARLOS PACHECO pencils
BATLwith RUSSELL/WIACER/VEY/NEARY inks • RS & COMICRAFT/db Letters
TOM SMITH colors • TOM BREUDORI editor • BOB HARRAS editor supreme



MMMM. I SUPPOSE BEING ABLE TO SHRINK DOWN AND TALK TO ANTS IS KINDA COOL, BUT I WOULDN'T EXACTLY CALL IT LEGENDARY.

NOT LEGENDARY? HE DISCOVERED THE PYM PARTICLE THAT LETS HIM AND OTHERS GROW AND SHRINK —

— HE INVENTED COMPUTER SYSTEMS THAT ALLOW HUMANS TO COMMUNICATE WITH ANOTHER SPECIES —

— MADE BREAKTHROUGHS IN ROBOTICS AND ARTIFICIAL INTELLIGENCE —

— NOT TO MENTION SERVED AS A FOUNDING MEMBER OF THE AVENGERS WHILE FIGHTING CROOKS LIKE THE HUMAN TOP AND BIGHEAD.

AS ENTOMOLOGISTS GO, THAT'S DA VINCI TERRITORY. LOOK AROUND, ANGEL — THIS IS JUST A FRACTION OF WHAT THE AVENGERS HAVE DONE —

— AND HENRY PYM — AS ANT-MAN, GIANT-MAN, OR WHATEVER — HE WAS THERE AT THE BEGINNING. ONE OF THE FIVE WHO STARTED IT ALL.



AND NOW I — WE'VE BEEN GIVEN A CHANCE TO BE A PART OF WHAT HE HELPED BUILD.

IT'S WHAT I'VE DREAMED OF FOR YEARS — AND NOW THAT IT'S HAPPENING, I KEEP FEELING LIKE I OUGHT TO PINCH MYSELF TO MAKE SURE IT'S REAL.



IN THAT CASE, YOU MIGHT WANT TO PUT THAT THING DOWN FIRST — BEFORE YOU ACCIDENTALLY DROP IT AND GET KICKED OUT FOR BEING A KLUTZ.

LOOK, I KNOW THIS IS IMPORTANT TO YOU, VANCE, BUT PERSONALLY I WAS HOPING WE COULD GET AWAY FROM SUPER-HEROIC CRAZINESS FOR A WHILE —

— AND HAVE SOME TIME TO OURSELVES INSTEAD.



TIME! OH, GEEZ! I TOTALLY LOST TRACK!

C'MON! WE'RE LATE!

—SIGH—

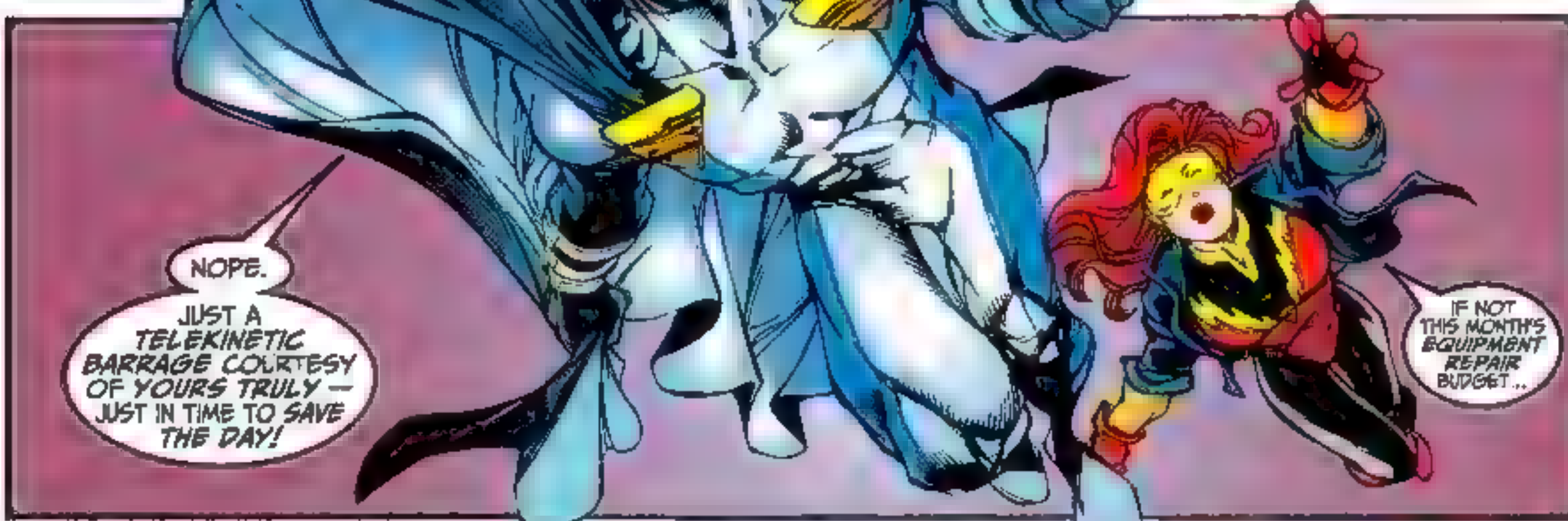
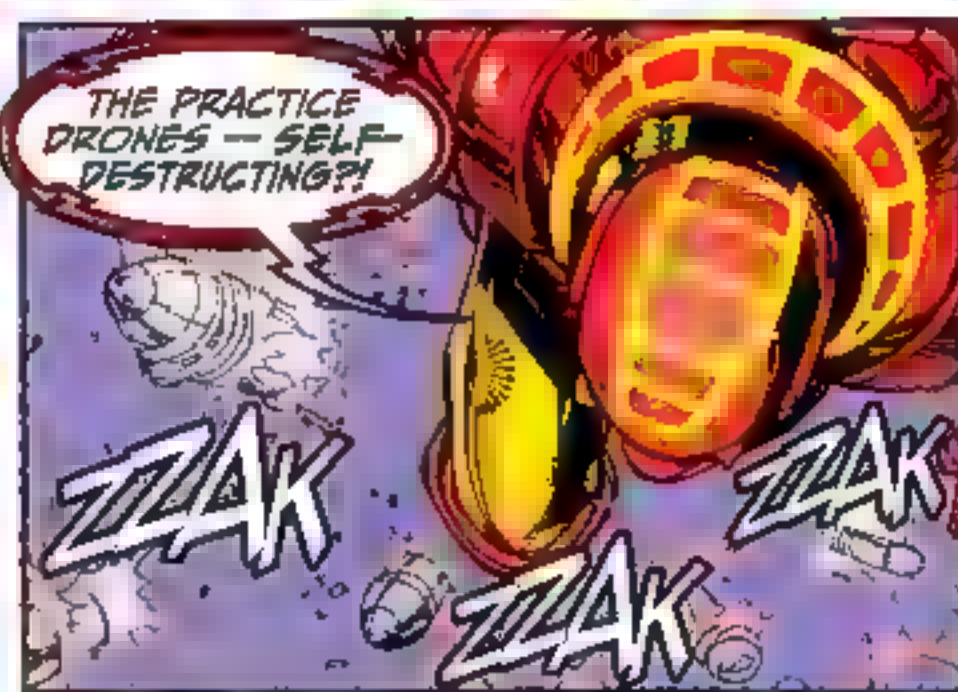
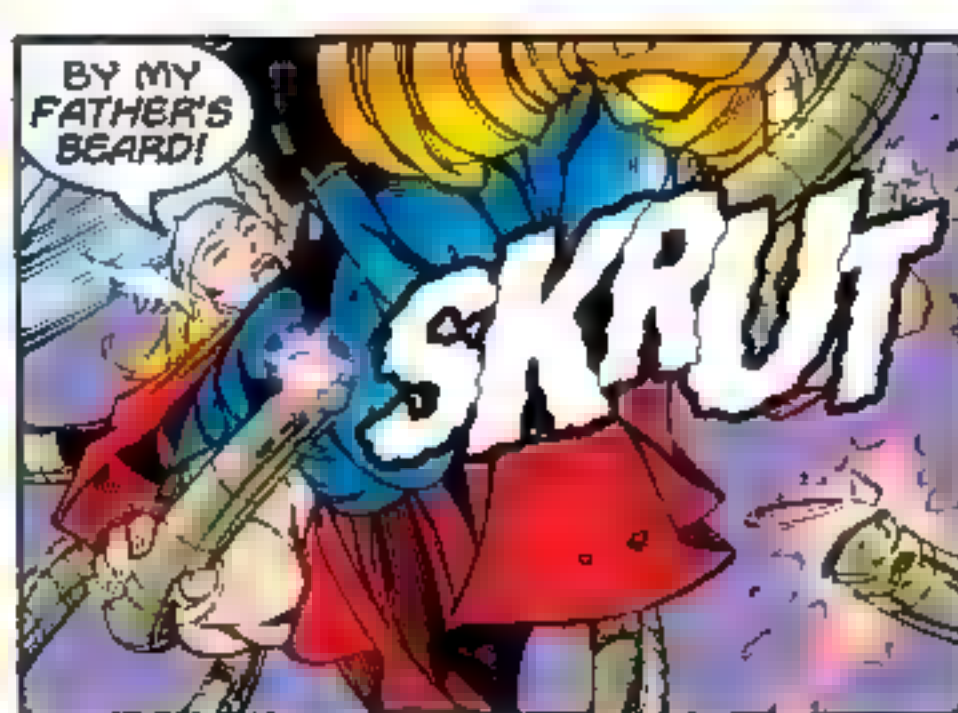
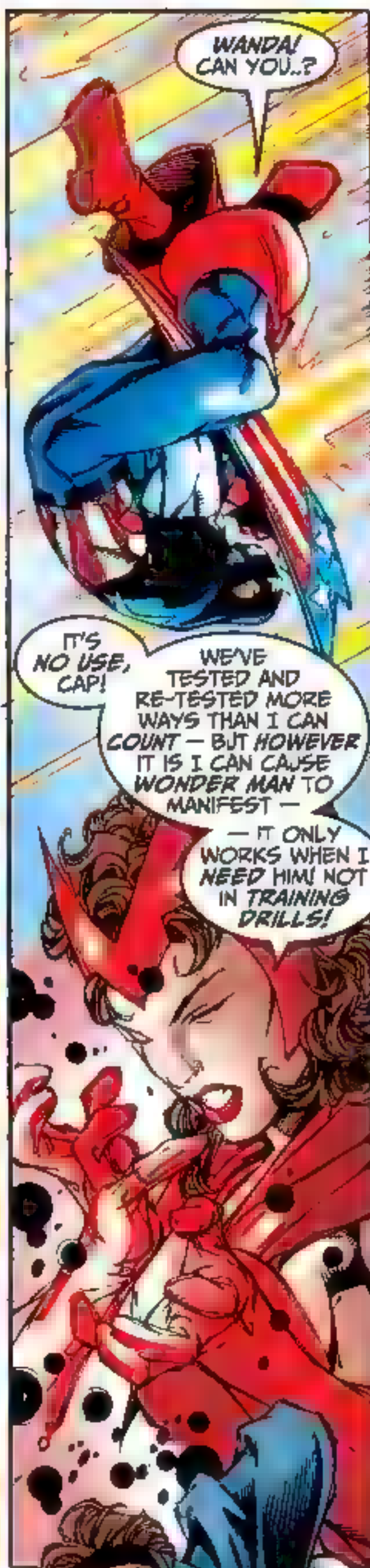
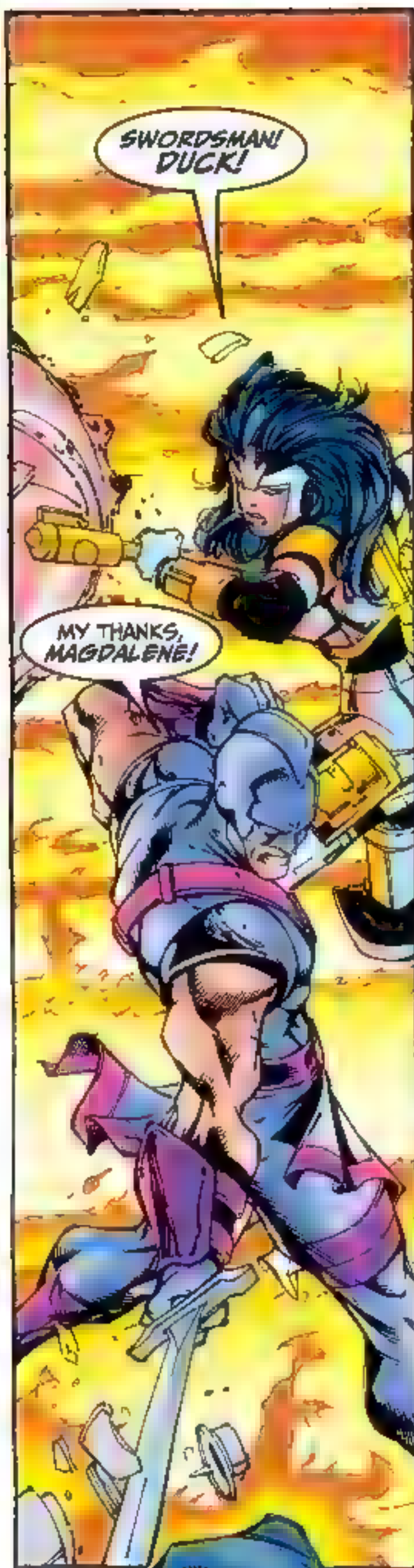


ELSEWHERE...

LET'S
MOVE,
PEOPLE!
THE
OBJECTIVE OF
THIS PROGRAM
IS TO REACH THE
SHUT-OFF BUTTON
WITHIN 15
SECONDS --

-- STARTING
NOW!







I SEE. IMPRESSIVE, I'LL ADMIT — BUT IF YOU'D ARRIVED ON TIME, YOU'D HAVE BEEN BRIEFED THAT THIS EXERCISE WAS A TEST OF AGILITY AND EVASIVE ACTION —

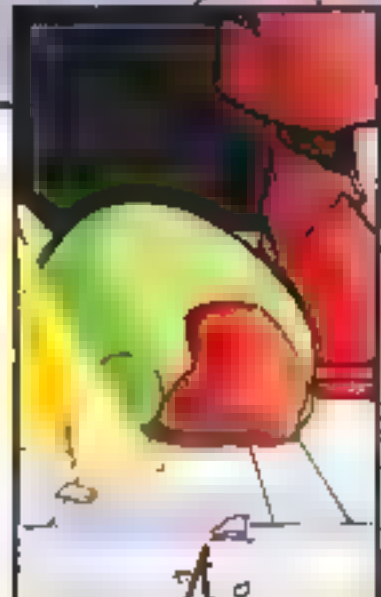
— THE GOAL BEING TO GET PAST THE DRONES WITH AS LITTLE DESTRUCTIVE FORCE AS POSSIBLE.

OH

IT WON'T HAPPEN AGAIN, SIR.

I'M SURE IT WON'T, AVENGER.

—GULP—



FORTUNATELY, OUR YOUNG RECRUIT'S ENTHUSIASTIC — IF MISGUIDED — DISPLAY RESULTED IN ONLY A 3.28 SECOND ABBREVIATION OF THE PROGRAMMED TIME LIMIT.

DURING THE PRECEDING DURATION I WAS ABLE TO COLLECT SUFFICIENT DATA TO CALCULATE INDIVIDUAL EFFICIENCY SCORES.

THEREFORE, IT IS MY OPINION THAT JUSTICE'S ACTIONS HAD A RELATIVELY INSIGNIFICANT IMPACT ON THE PURPOSE OF THE EXERCISE —

— AND MAY IN FACT HAVE PROVIDED A BENEFIT BY REMINDING THE PARTICIPANTS THAT EVEN IN "PRACTICE" IT IS PRUDENT TO BE PREPARED FOR THE UNEXPECTED.

POINT TAKEN, VISION.

I'D LIKE YOU TO GO OVER THE SCORING RESULTS WITH THE TEAM INDIVIDUALLY, AT YOUR LEISURE

OF COURSE.



MAGDALENE? SWORDSMAN? A MOMENT, IF YOU WOULD...

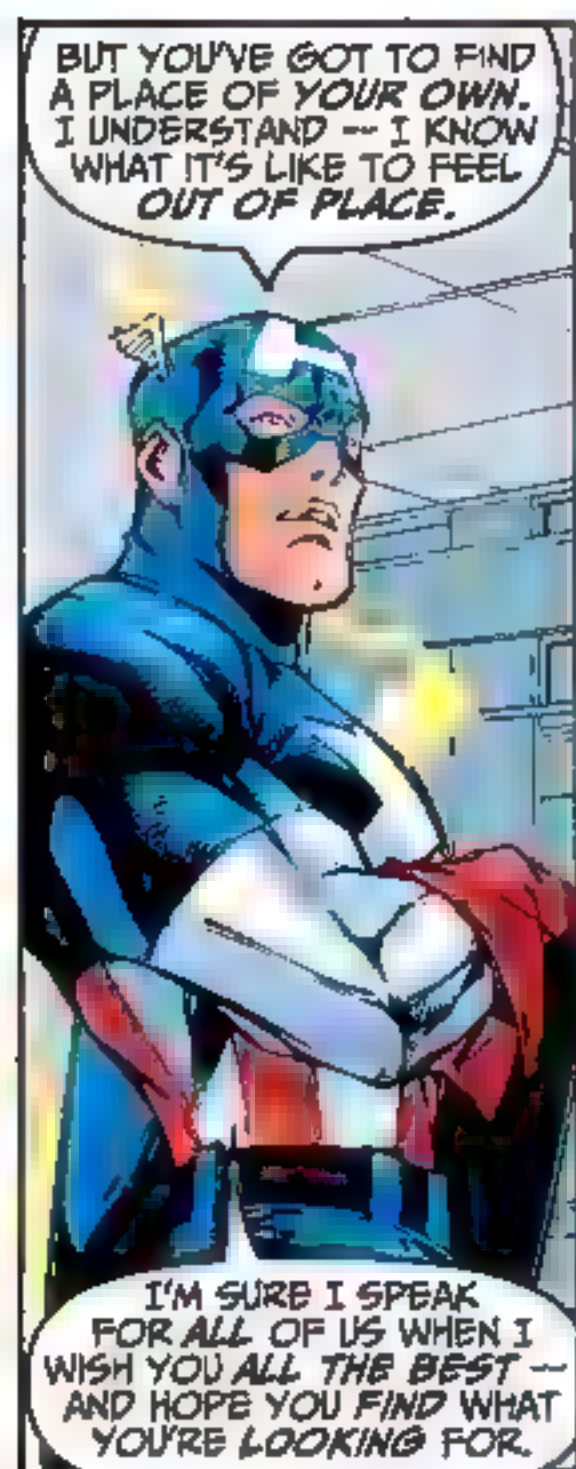
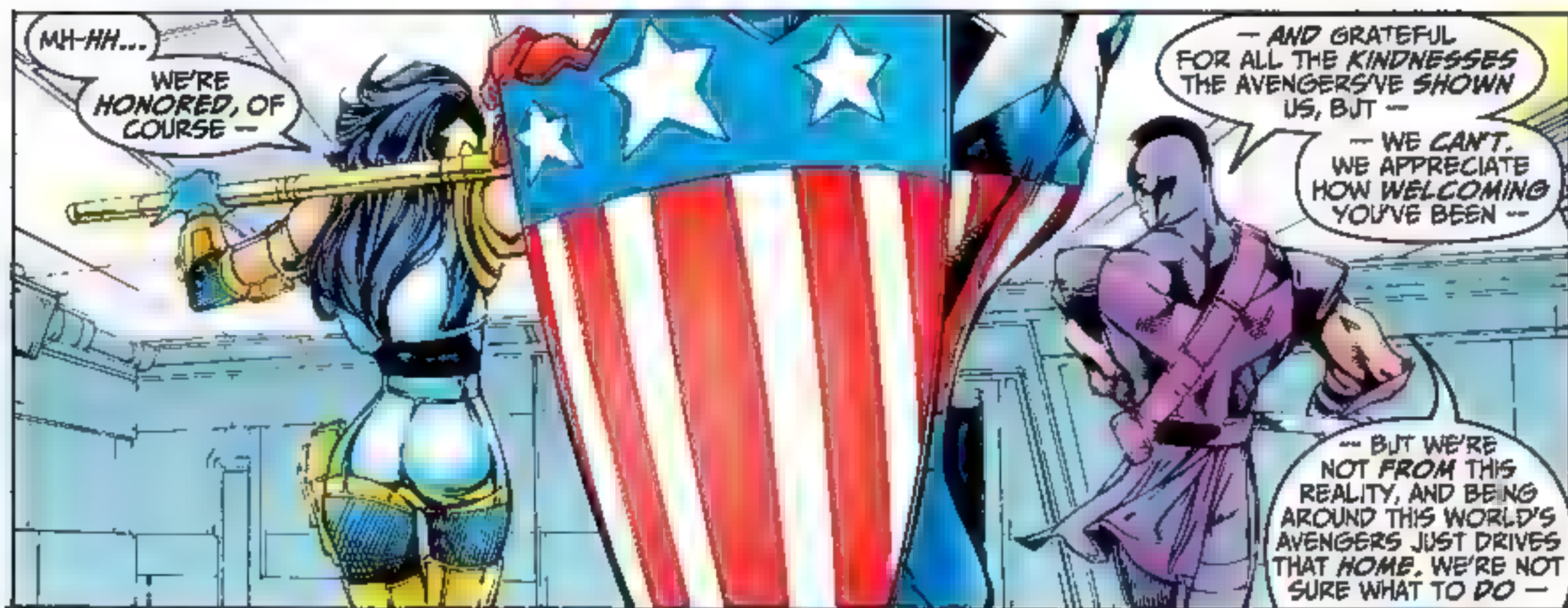
DID YOU HEAR THAT? I GOT A COMPLIMENT FROM THE VISION! THE VISION!

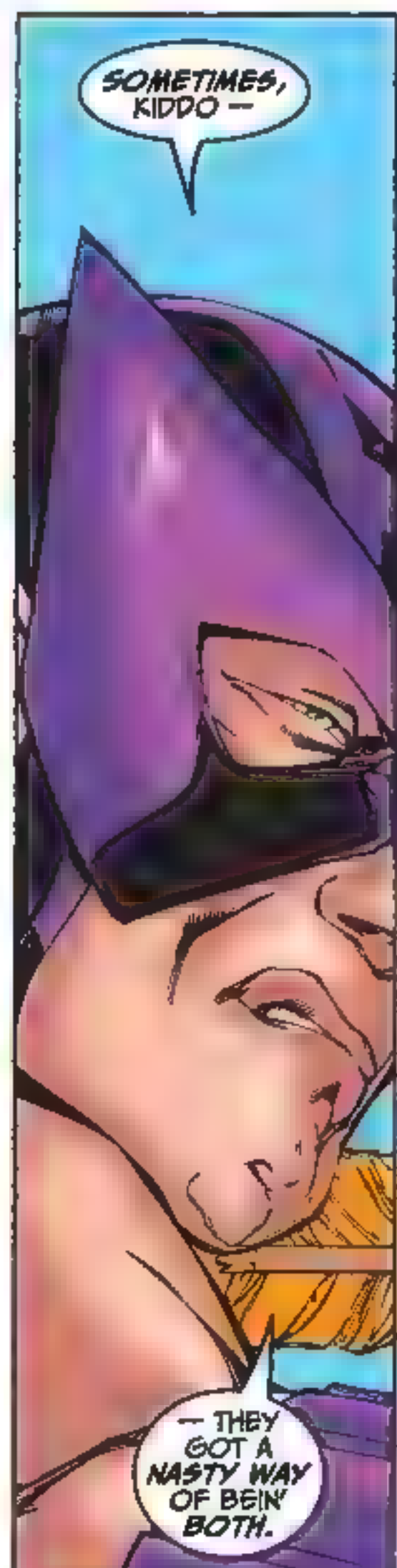
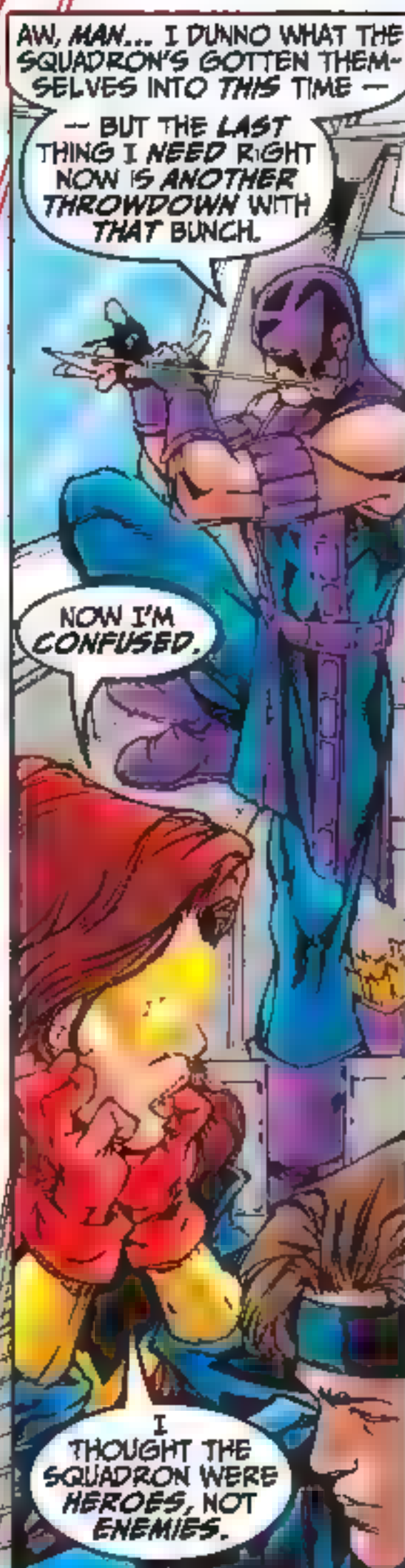
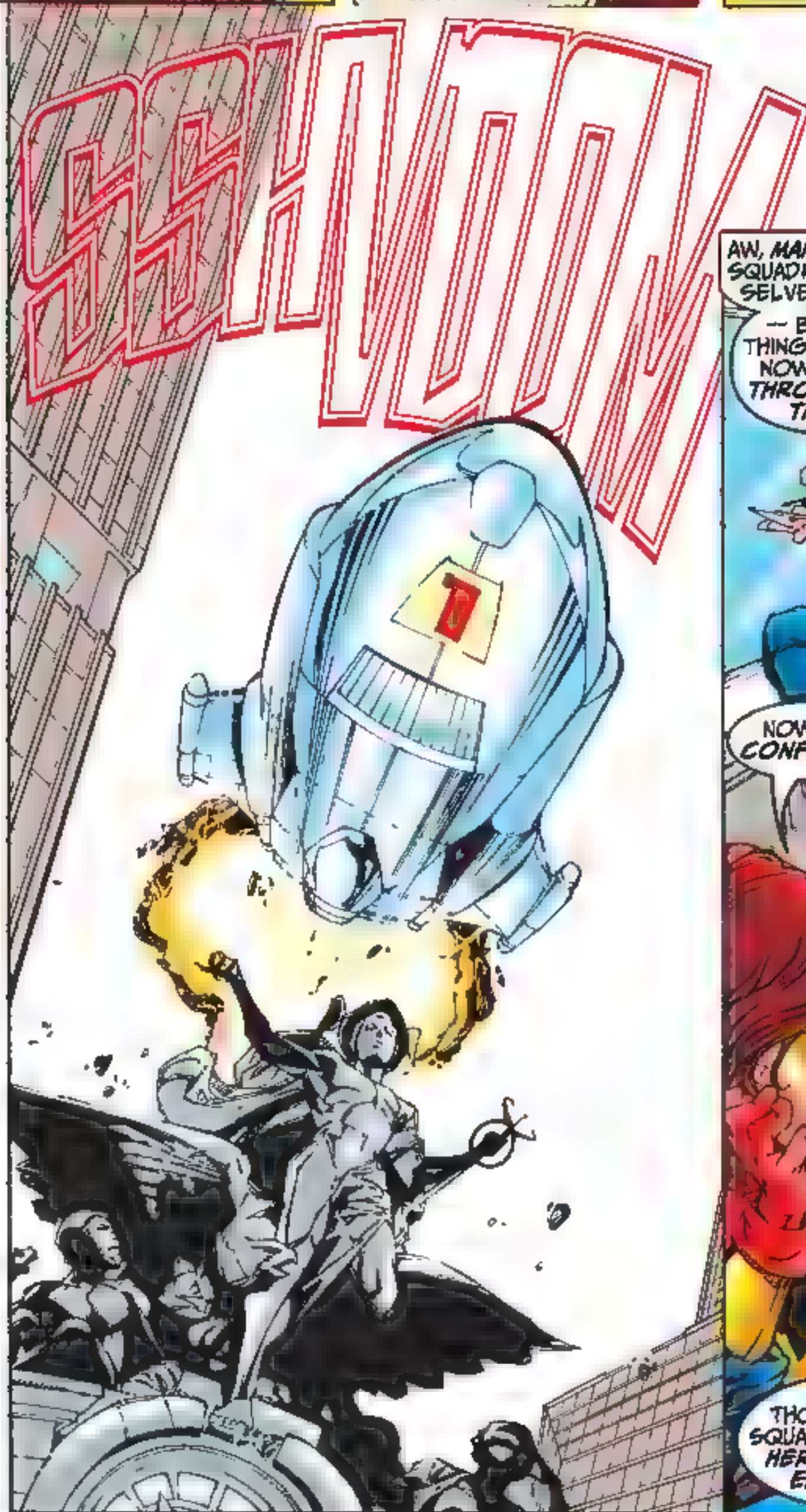
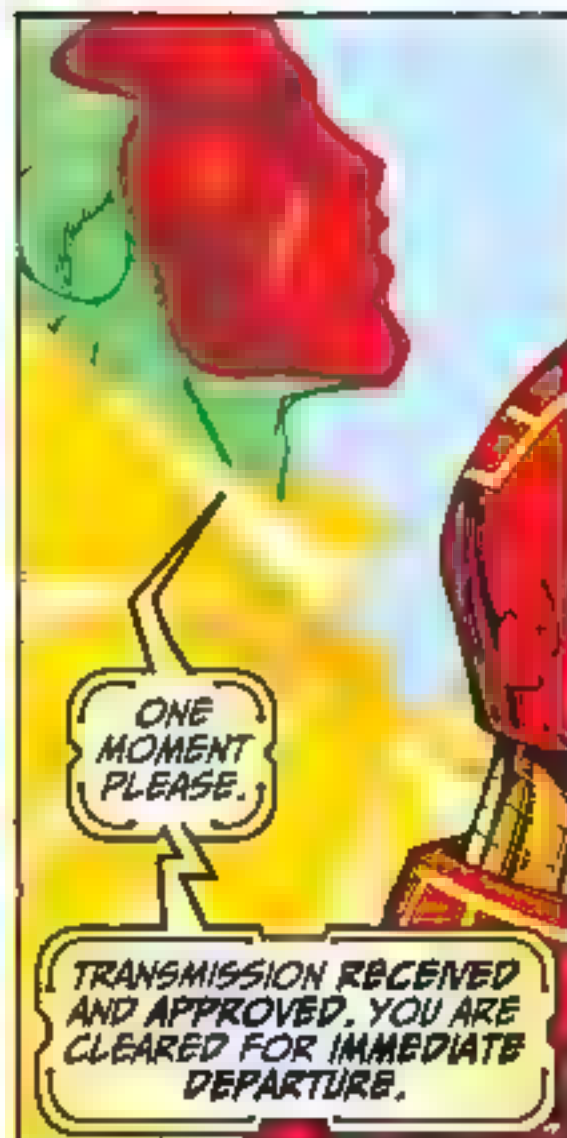
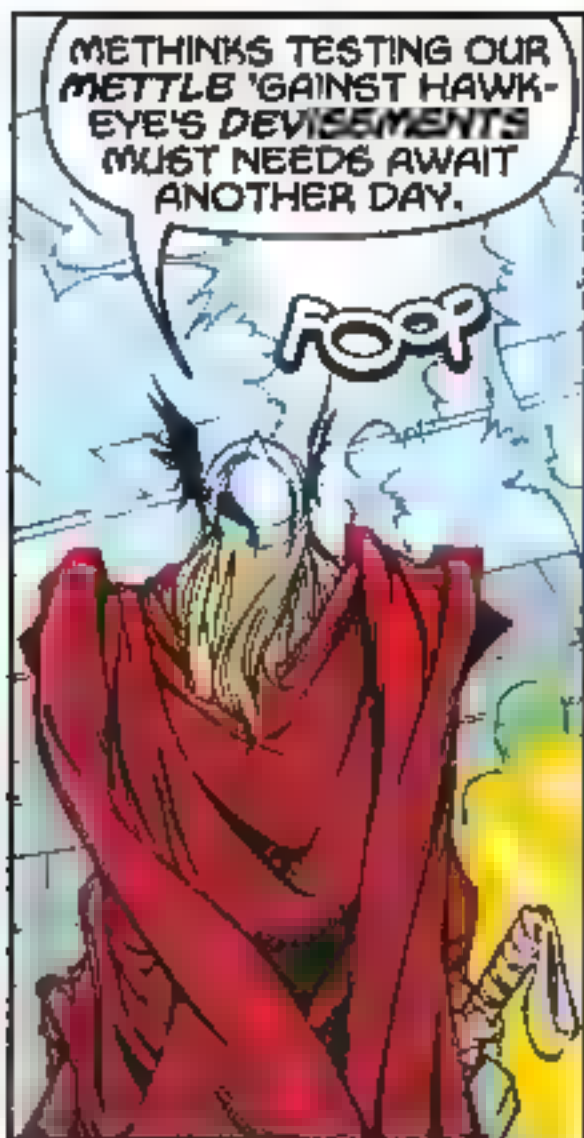
I WOULDN'T CROW TOO LOUD ABOUT IT IF I WERE YOU...

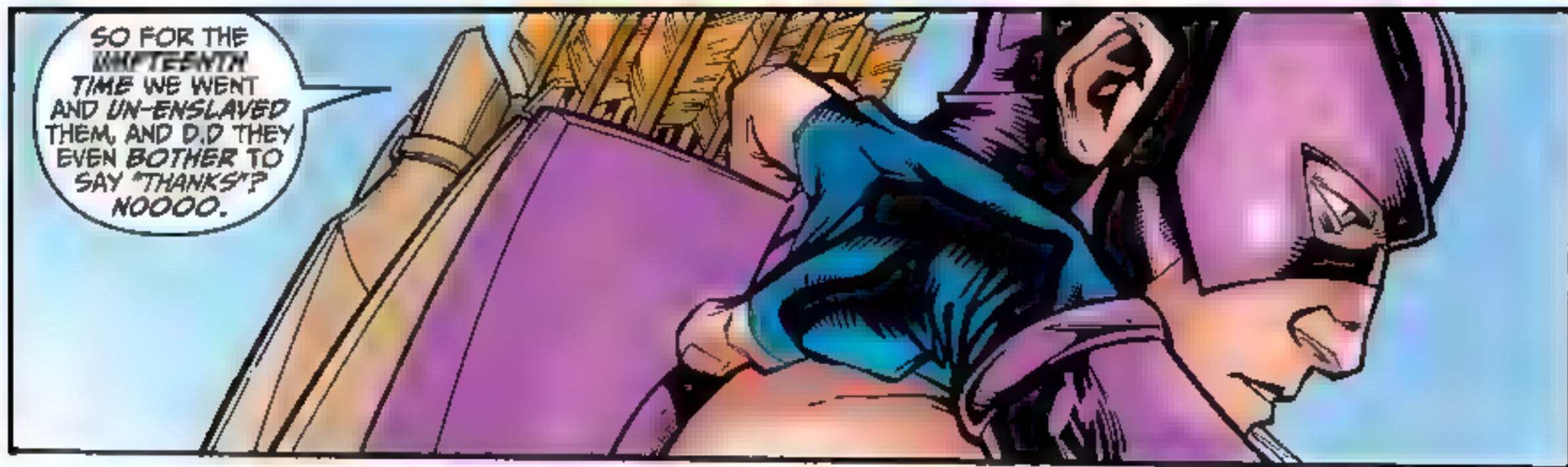
THANKS FOR INVITING US, CAPTAIN. IT'S BEEN TOO LONG SINCE I HAD A WORKOUT LIKE THAT. FEELS GOOD.

I'VE BEEN THINKING... WE HADN'T EXPECTED TO HAVE TO UPGRADE JUSTICE AND FIRESTAR FROM RESERVE TO ACTIVE STATUS SO SOON —

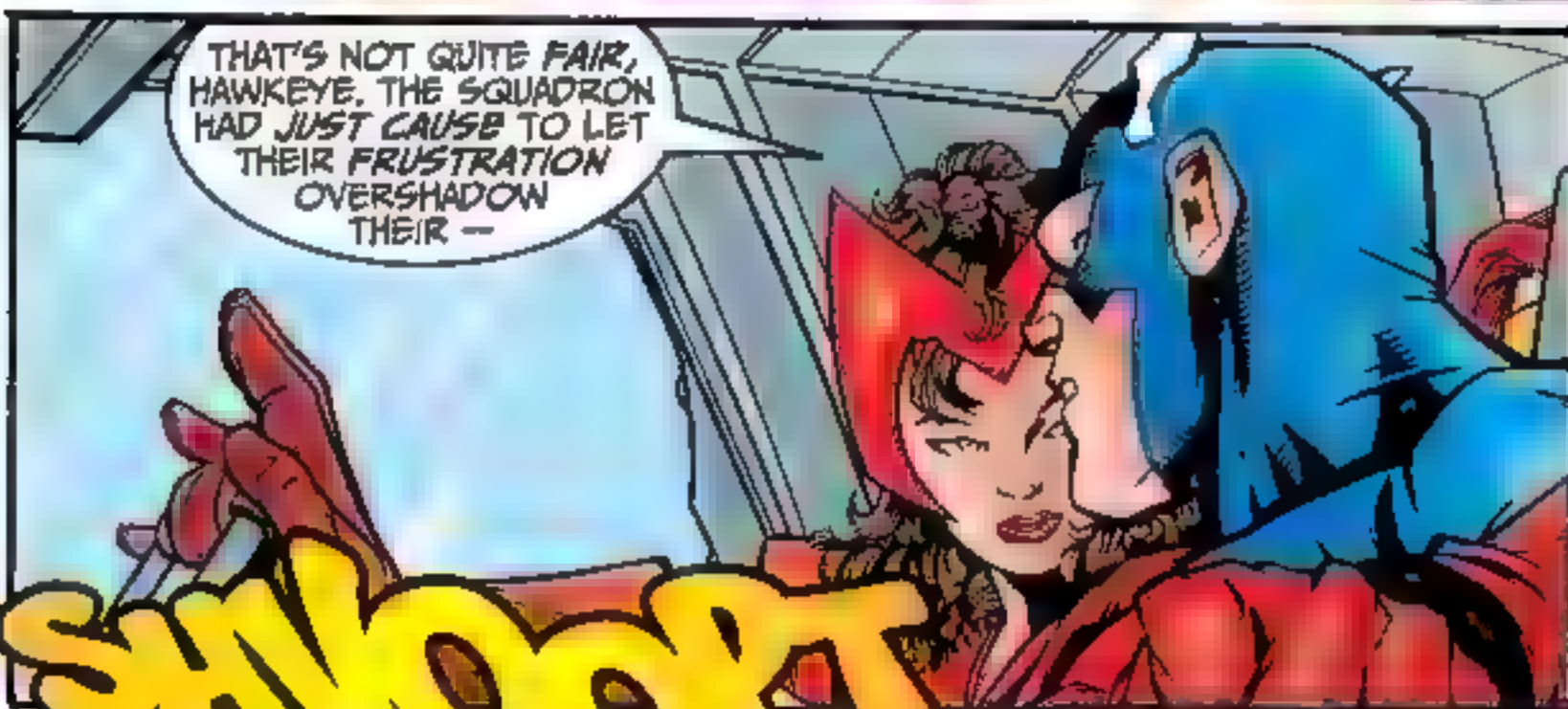
— AND I WAS WONDERING IF YOU TWO'D BE INTERESTED IN FILLING THOSE EMPTY RESERVE SLOTS.





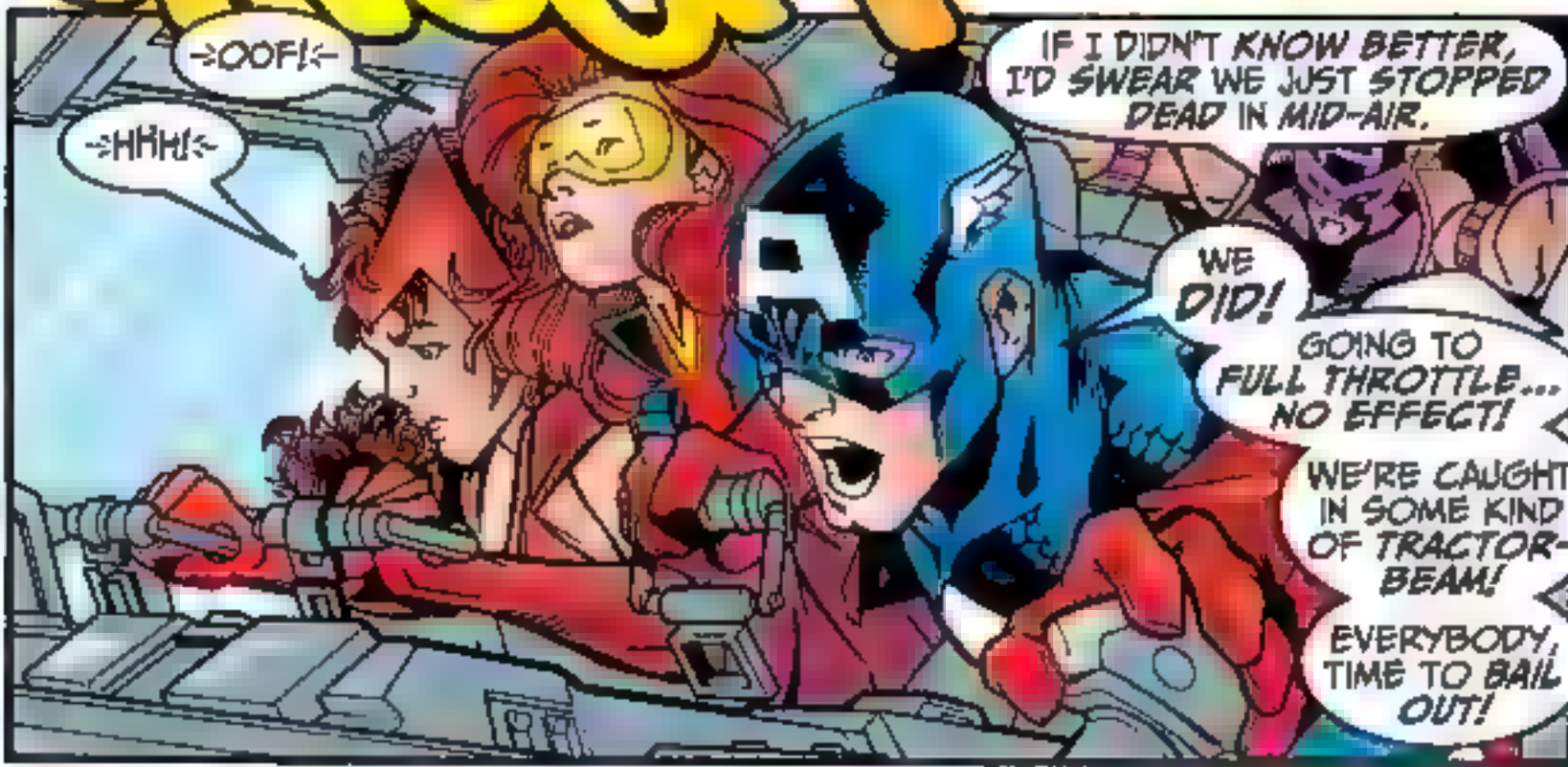


SO FOR THE
UNFTEENTH
TIME WE WENT
AND UN-ENSLAVED
THEM, AND D.ID THEY
EVEN BOTHER TO
SAY "THANKS"?
NOOOO.



THAT'S NOT QUITE FAIR,
HAWKEYE. THE SQUADRON
HAD JUST CAUSE TO LET
THEIR FRUSTRATION
OVERSHADOW
THEIR --

SHWOOT



=>OOF!<=

=>HHH!<=

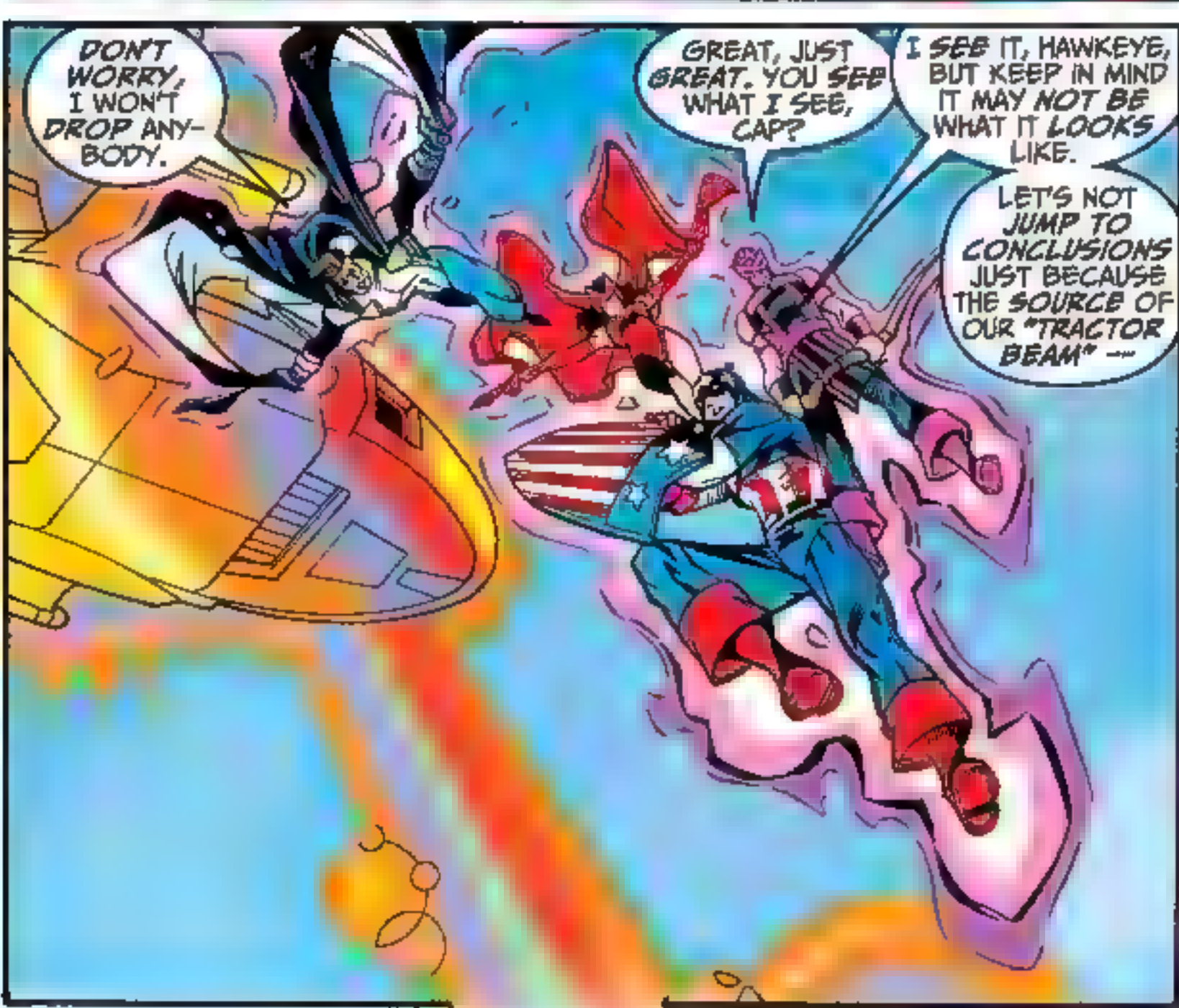
IF I DIDN'T KNOW BETTER,
I'D SWEAR WE JUST STOPPED
DEAD IN MID-AIR.

WE
DID!

GOING TO
FULL THROTTLE...
NO EFFECT!

WE'RE CAUGHT
IN SOME KIND
OF TRACTOR-
BEAM!

EVERYBODY,
TIME TO BAIL
OUT!

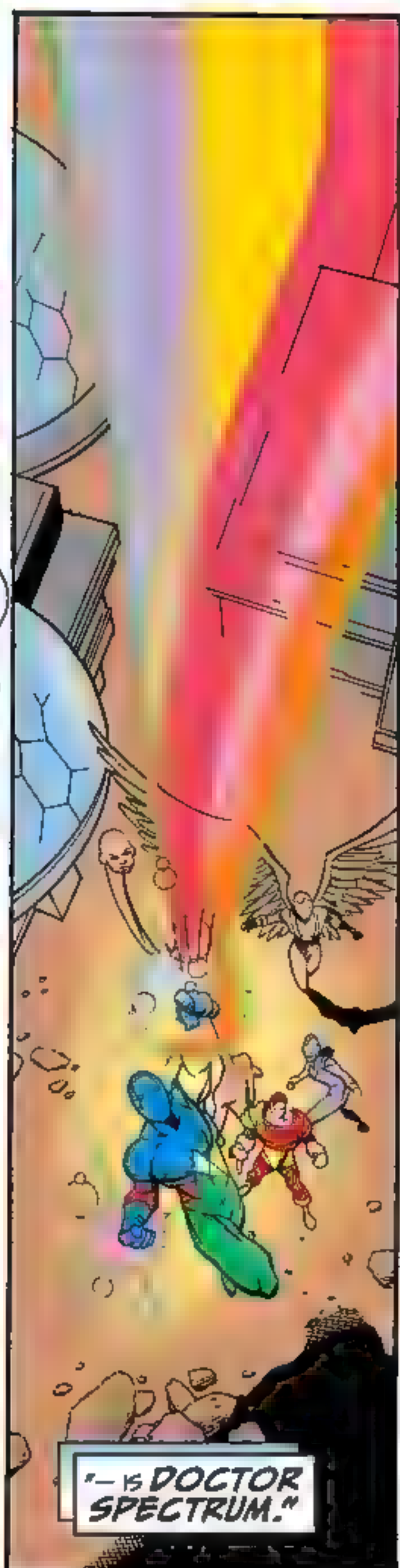


DONT
WORRY,
I WON'T
DROP ANY-
BODY.

GREAT, JUST
GREAT. YOU SEE
WHAT I SEE,
CAP?

I SEE IT, HAWKEYE,
BUT KEEP IN MIND
IT MAY NOT BE
WHAT IT LOOKS
LIKE.

LET'S NOT
JUMP TO
CONCLUSIONS
JUST BECAUSE
THE SOURCE OF
OUR "TRACTOR
BEAM" --



"-- IS DOCTOR
SPECTRUM."



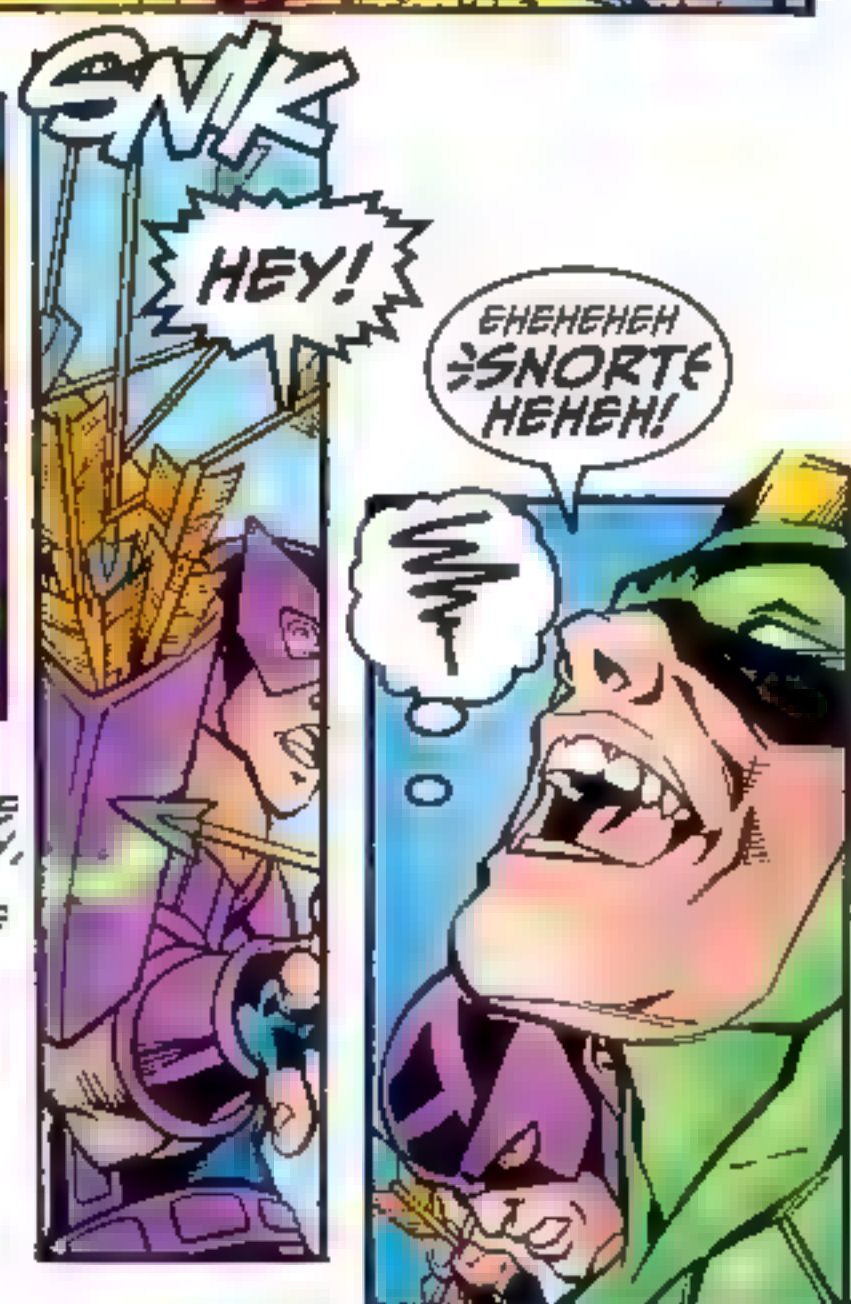
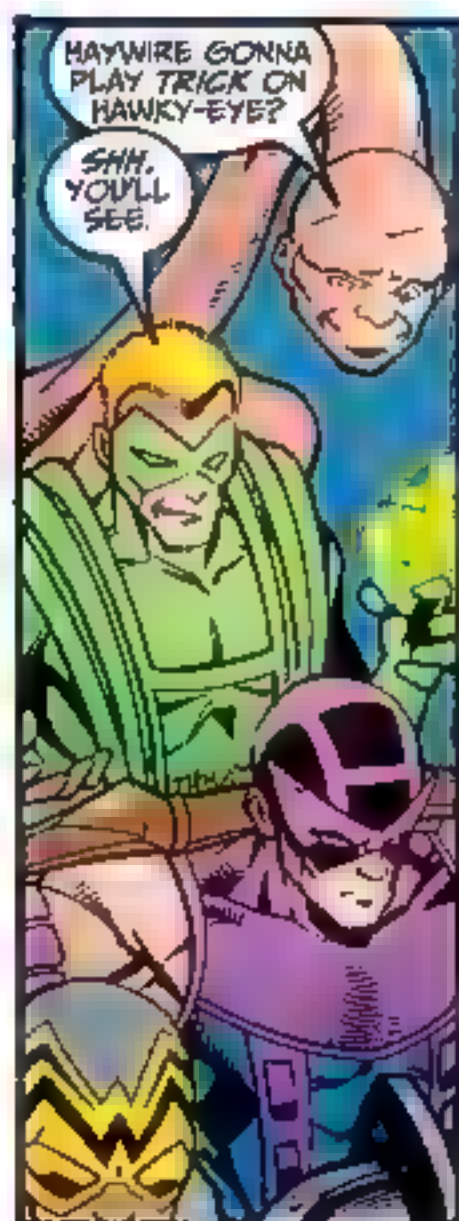
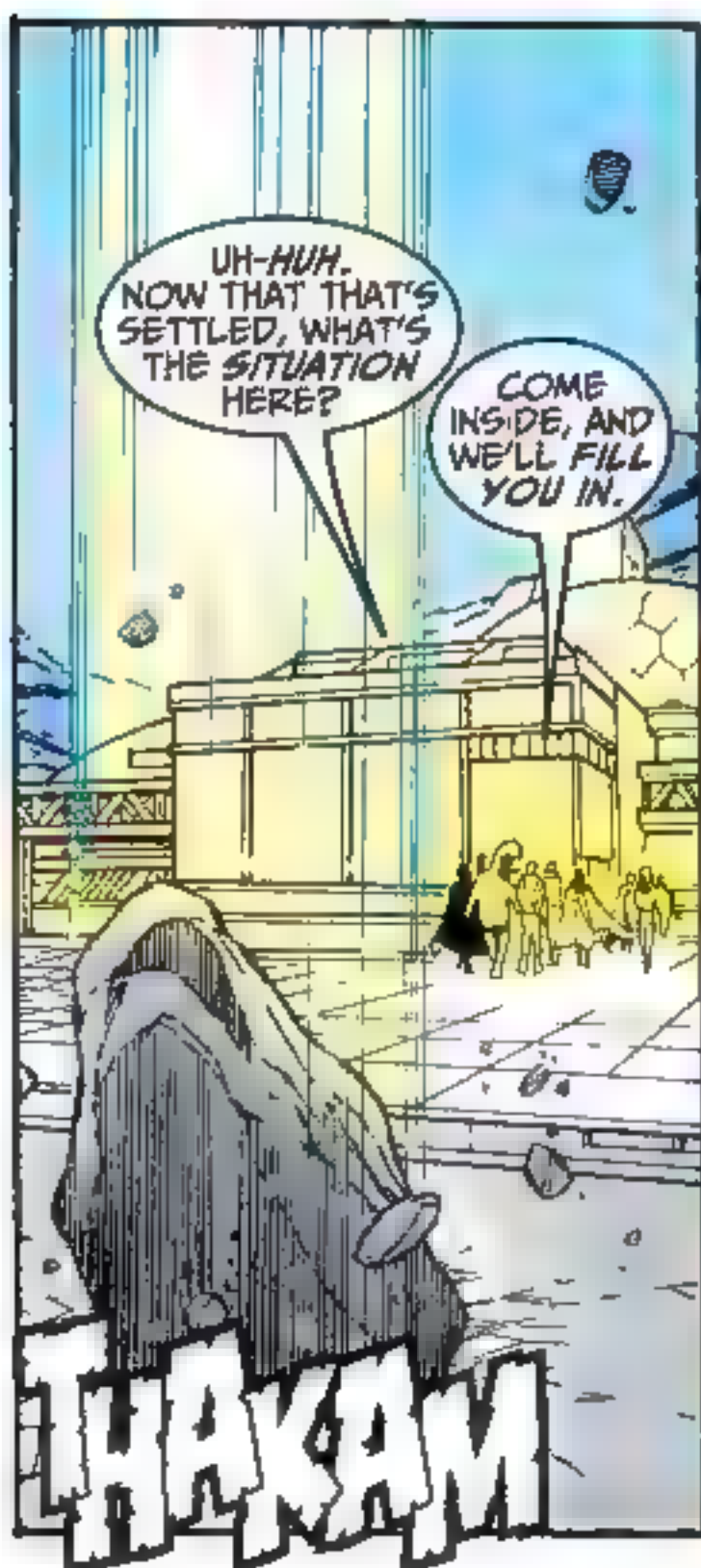
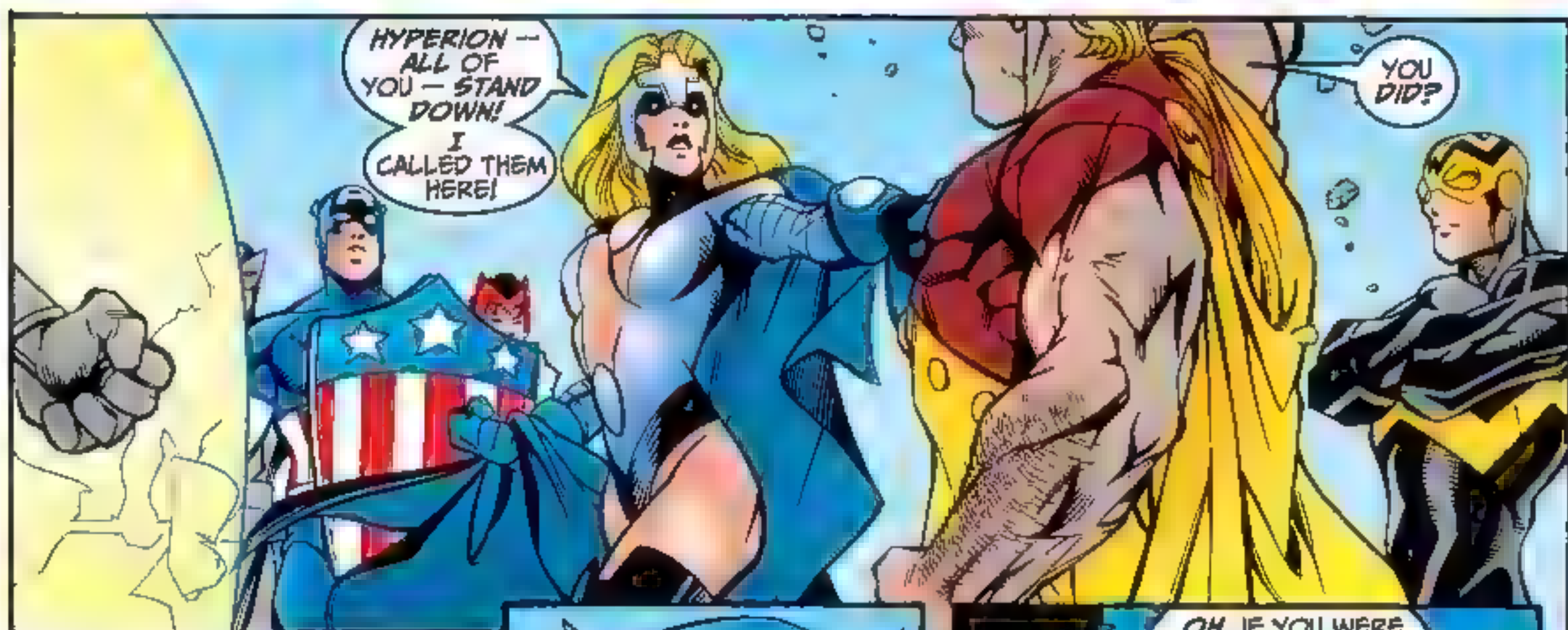
WHATEVER
THE TROUBLE
IS, SQUADRON,
WE'RE HERE
TO HELP.

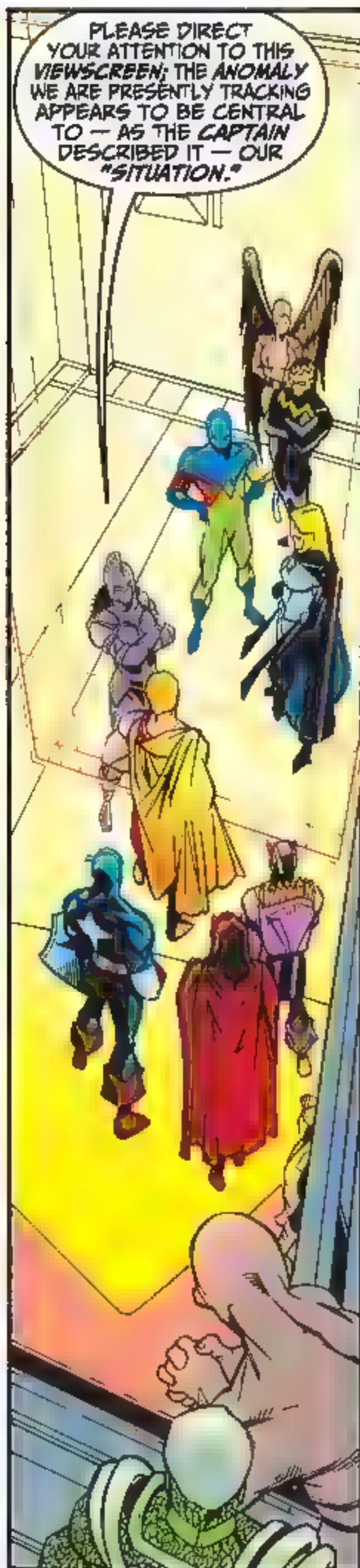
WE DON'T
NEED HELP.
IT'S NOTHING
WE CAN'T HANDLE
OURSELVES.

AND IF
YOU DON'T
LEAVE US ALONE
TO DEAL WITH
IT --

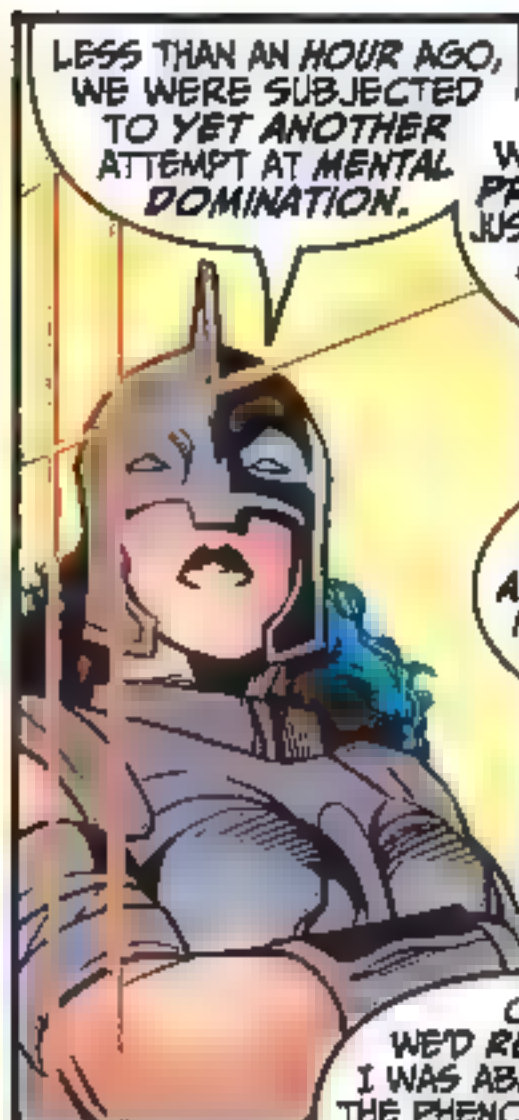
... YOU'LL
BE THE ONES IN
TROUBLE!



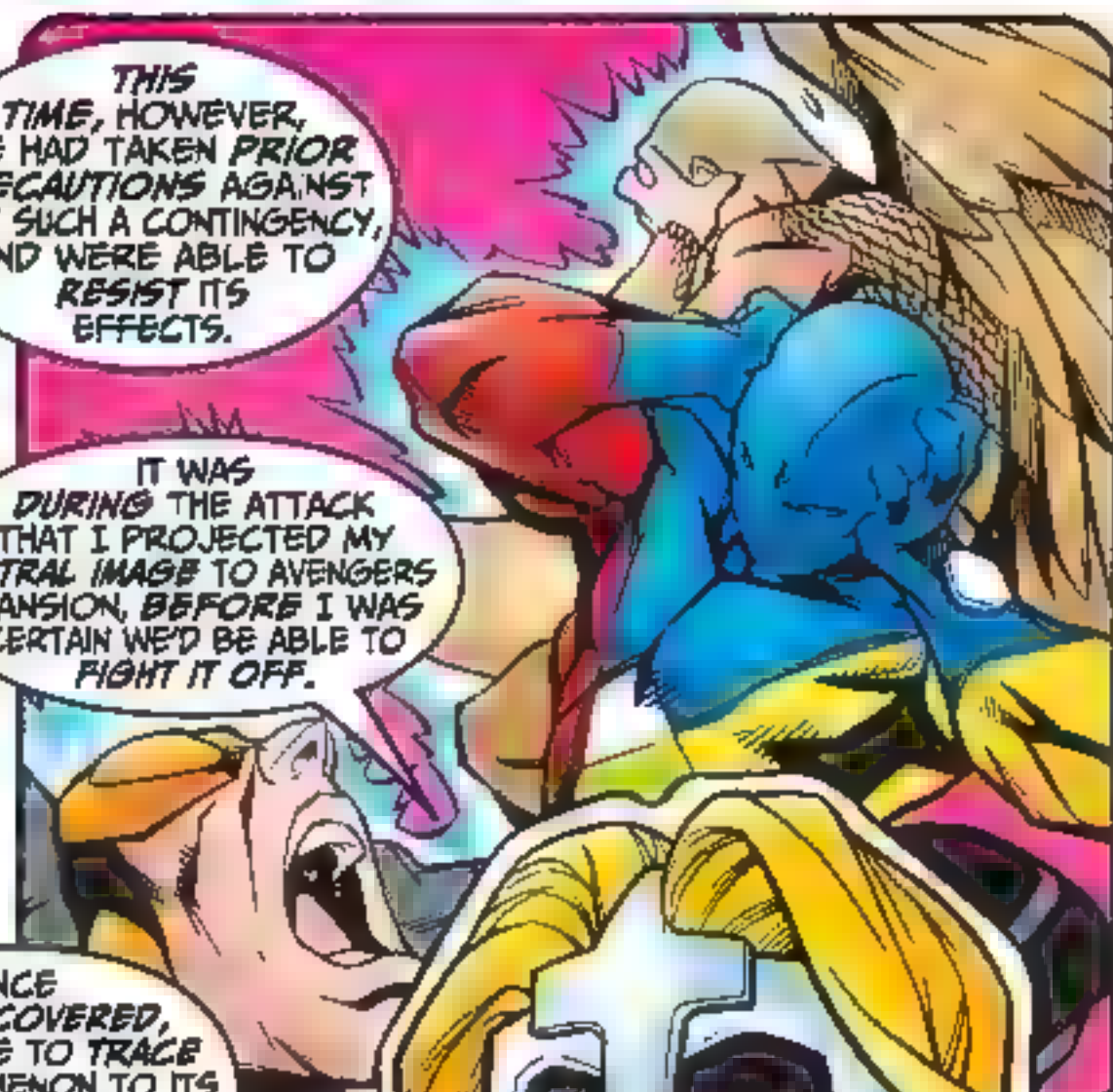




PLEASE DIRECT YOUR ATTENTION TO THIS VIEWSCREEN; THE ANOMALY WE ARE PRESENTLY TRACKING APPEARS TO BE CENTRAL TO — AS THE CAPTAIN DESCRIBED IT — OUR "SITUATION."



LESS THAN AN HOUR AGO, WE WERE SUBJECTED TO YET ANOTHER ATTEMPT AT MENTAL DOMINATION.



THIS TIME, HOWEVER, WE HAD TAKEN PRIOR PRECAUTIONS AGAINST JUST SUCH A CONTINGENCY, AND WERE ABLE TO RESIST ITS EFFECTS.

IT WAS DURING THE ATTACK THAT I PROJECTED MY ASTRAL IMAGE TO AVENGERS MANSION, BEFORE I WAS CERTAIN WE'D BE ABLE TO FIGHT IT OFF.



ONCE WE'D RECOVERED, I WAS ABLE TO TRACE THE PHENOMENON TO ITS SOURCE BY ITS RESIDUAL ENERGY-SIGNATURE. IT ORIGINATED HERE —

— JUST OUTSIDE OF SAUSALITO, ACROSS THE BAY FROM SAN FRANCISCO.



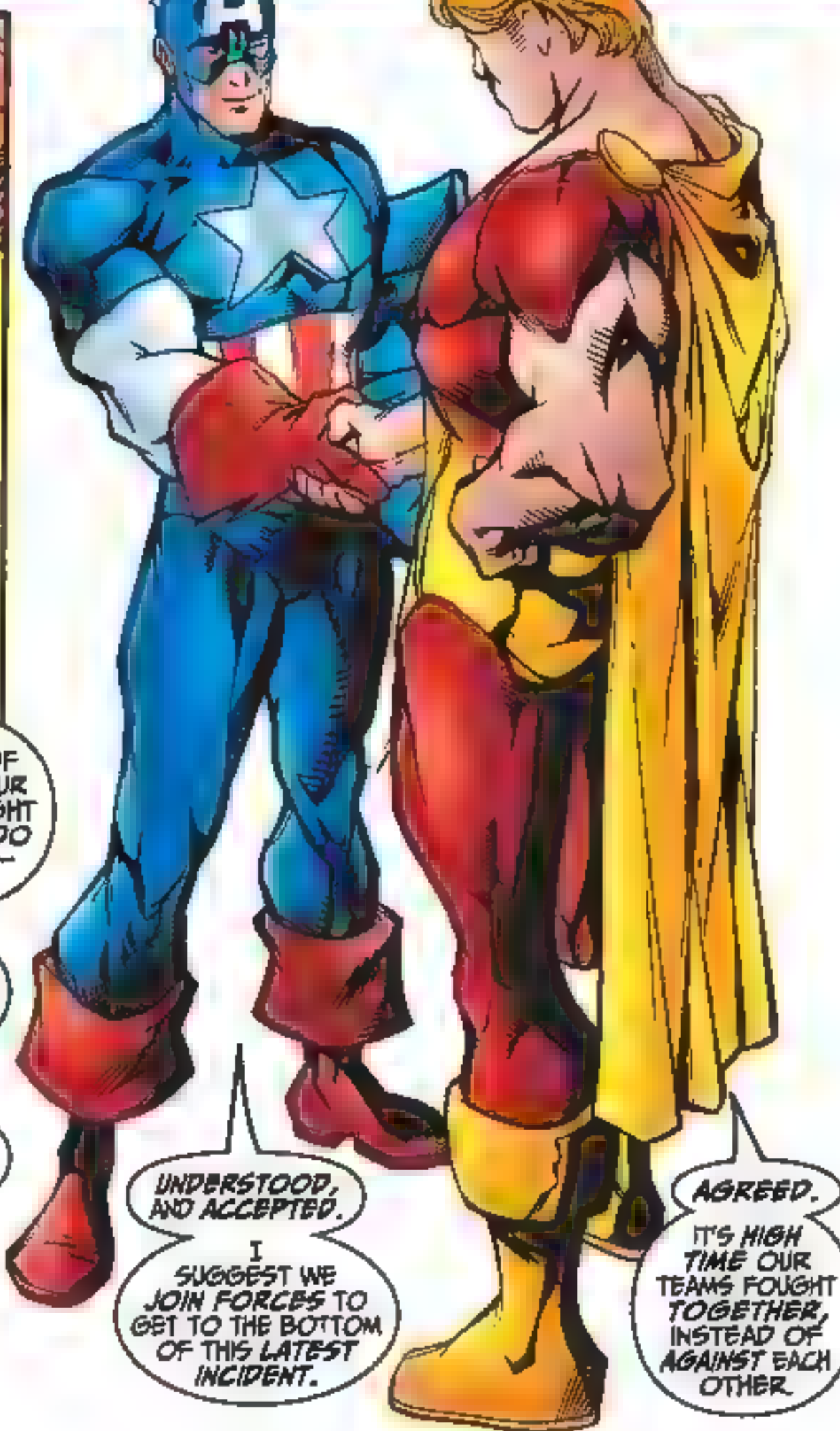
WE WERE PREPARING TO DEPART AND INVESTIGATE WHEN YOUR QUINJET ARRIVED.

HAVING FAILED TO TAKE CONTROL OF US, WE SUSPECTED OUR UNKNOWN ENEMY MIGHT HAVE ATTEMPTED TO DO THE SAME TO YOU — AND SUCCEEDED.

WE...OVERREACTED. WE'RE ALL A LITTLE TOUCHY WHERE THE SUBJECT OF MIND-CONTROL IS CONCERNED. IT'S NOT SOMETHING WE'VE OFTEN HAD TO FACE IN OUR OWN UNIVERSE.

THE SERPENT CROWN, THE OVERMIND, THE CORRUPTOR — THEY ALL ORIGINATED ON THIS EARTH. IT'S POSSIBLE WE LACK SOME KIND OF NATURAL IMMUNITY AS A RESULT.

IN ANY CASE, YOU HAVE OUR APOLOGIES.



UNDERSTOOD, AND ACCEPTED.

I SUGGEST WE JOIN FORCES TO GET TO THE BOTTOM OF THIS LATEST INCIDENT.

AGREED.

IT'S HIGH TIME OUR TEAMS FOUGHT TOGETHER, INSTEAD OF AGAINST EACH OTHER.

AND SO, AN AVENGERS QUINJET
AND A PROJECT PEGASUS SHUTTLE
STREAK WESTWARD, SIDE-BY-SIDE...

APPROACHING
MARIN COUNTY
NOW -- TIME TO
START LOOKING
FOR A CONVENIENT
LANDING
SPOT.

ACKNOWLEDGED.

GLOBAL
POSITIONING
SYSTEMS LOCKING
ON TO DESCENT
COORDINATES;
JUST FOLLOW US
IN AND WE'LL BE
DOWN SMOOTH
AS SILK.

ROGER
AND WILCO,
AVENGERS.

THIS IS
DEFINITELY
THE ORIGIN
POINT OF THE
SIGNAL...

...BUT MY
SENSORS
AREN'T
PICKING UP
ANYTHING
UNUSUAL
ABOUT THIS
PLACE.

YAWN

AS FAR AS
MY ATOMIC
VISION CAN
PENETRATE,
THERE'S
NOTHING BUT
ORDINARY
ROCK FOR AT
LEAST FIFTY
METERS
BENEATH
US.

PHZZT
ALL THIS
WAY, AND
FOR WHAT?
I DON'T SEE
ANYTHING.

INDEED?

PERHAPS
YOU ARE
SIMPLY NOT
LOOKING
HIGH ENOUGH.

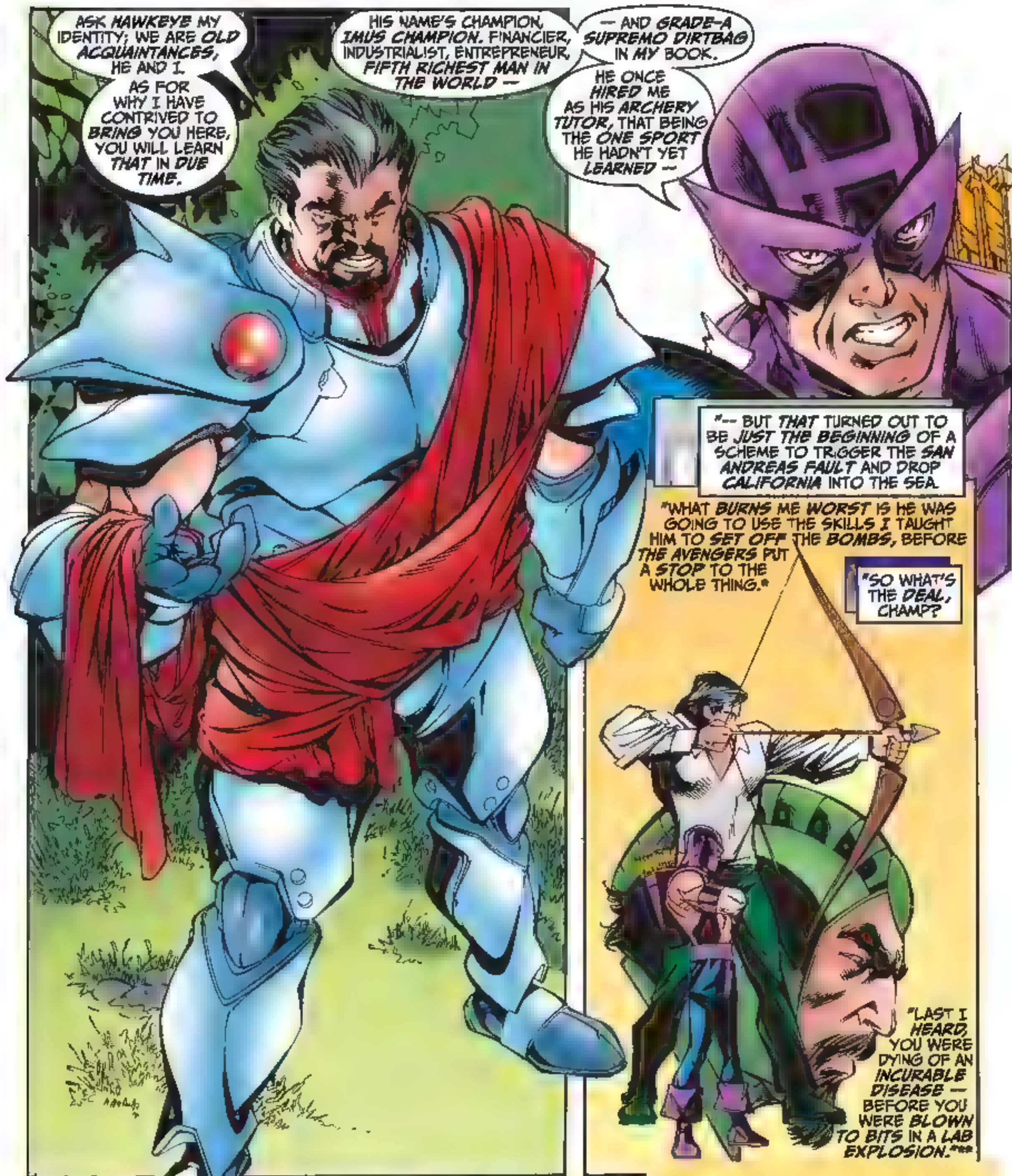
HUHP!

GODDESS...

THAT FIGURE --
HE'S EASILY THREE
METERS TALL!

SO HE'S BIG,
SO WHAT. WHAT
I WANT TO
KNOW IS WHO
HE IS --

-- AND
WHAT HE
WANTS!



ASK HAWKEYE MY IDENTITY; WE ARE OLD ACQUAINTANCES, HE AND I. AS FOR WHY I HAVE CONTRIVED TO BRING YOU HERE, YOU WILL LEARN THAT IN DUE TIME.

HIS NAME'S CHAMPION, IMUS CHAMPION. FINANCIER, INDUSTRIALIST, ENTREPRENEUR, FIFTH RICHEST MAN IN THE WORLD —

— AND GRADE-A SUPREMO DIRTBAG IN MY BOOK. HE ONCE HIRED ME AS HIS ARCHERY TUTOR, THAT BEING THE ONE SPORT HE HADN'T YET LEARNED —

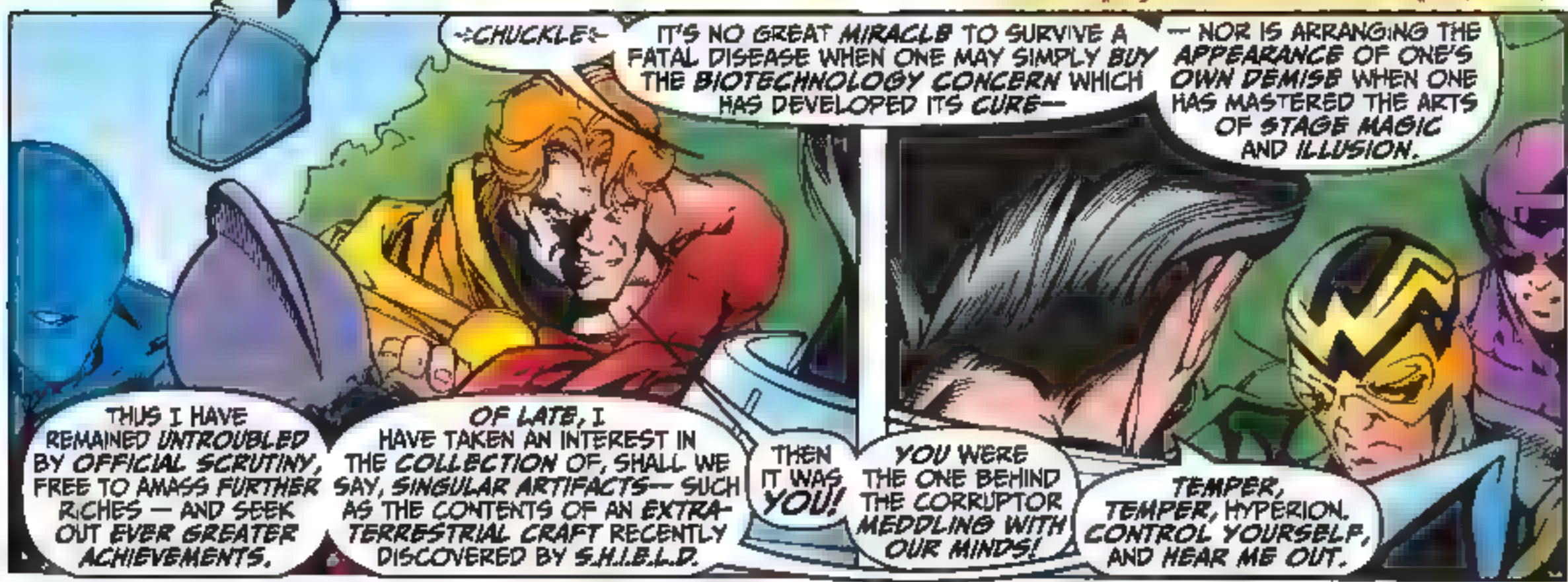
"— BUT THAT TURNED OUT TO BE JUST THE BEGINNING OF A SCHEME TO TRIGGER THE SAN ANDREAS FAULT AND DROP CALIFORNIA INTO THE SEA.

"WHAT BURNS ME WORST IS HE WAS GOING TO USE THE SKILLS I TAUGHT HIM TO SET OFF THE BOMBS, BEFORE THE AVENGERS PUT A STOP TO THE WHOLE THING."

"SO WHAT'S THE DEAL, CHAMP?"

"LAST I HEARD, YOU WERE DYING OF AN INCURABLE DISEASE — BEFORE YOU WERE BLOWN TO BITS IN A LAB EXPLOSION."

"AVENGERS #109" MARVEL COMICS PRESENTS #126, — TOM.



—CHUCKLE—

IT'S NO GREAT MIRACLE TO SURVIVE A FATAL DISEASE WHEN ONE MAY SIMPLY BUY THE BIOTECHNOLOGY CONCERN WHICH HAS DEVELOPED ITS CURE—

— NOR IS ARRANGING THE APPEARANCE OF ONE'S OWN DEMISE WHEN ONE HAS MASTERED THE ARTS OF STAGE MAGIC AND ILLUSION.

THUS I HAVE REMAINED UNTROUBLED BY OFFICIAL SCRUTINY, FREE TO AMASS FURTHER RICHES — AND SEEK OUT EVER GREATER ACHIEVEMENTS.

OF LATE, I HAVE TAKEN AN INTEREST IN THE COLLECTION OF, SHALL WE SAY, SINGULAR ARTIFACTS— SUCH AS THE CONTENTS OF AN EXTRA-TERRESTRIAL CRAFT RECENTLY DISCOVERED BY S.H.I.E.L.D.

THEN IT WAS YOU!

YOU WERE THE ONE BEHIND THE CORRUPTOR MEDDLING WITH OUR MINDS!

TEMPEER, TEMPEER, HYPERION. CONTROL YOURSELF, AND HEAR ME OUT.

THE TRUTH IS, I GROW BORED WITH SUCH TRIVIAL PURSUITS.

I LONG TO FACE CHALLENGES OF TRULY LEGENDARY STATURE — TO PROVE MYSELF AGAINST NONE BUT THE WORTHIEST OF OPPONENTS —

— AND WHAT TRIUMPH COULD BE GREATER THAN DEFEATING IN BATTLE THE COMBINED FORCES OF THE MIGHTIEST HEROES OF TWO WORLDS?

SUPPOSE WE'RE NOT INTERESTED IN HELPING YOU FEED YOUR MORBIDLY OBESE BGO. IT TAKES TWO TO TANGO, AND YOU CAN'T MAKE US FIGHT YOU IF WE DON'T WANT.

NO... BUT I CAN MAKE YOU WANT TO.

ONE DOES NOT REACH MY POSITION IN LIFE WITHOUT A THOROUGH GRASP OF THE PSYCHOLOGY OF MOTIVATING OTHERS.

BEHOLD THE CHAMPION ESTATE. GLORIOUS VIEW, IS IT NOT?

NOTE THE TOWER IN THE DISTANCE — A STATE-OF-THE-ART COMMAND-AND-CONTROL CENTER.

FROM IT, VIA DEDICATED UPLINK WITH A WHOLLY-OWNED COMMUNICATIONS SATELLITE IN GEO-SYNCHRONOUS ORBIT —

— I HAVE SOLE ACCESS TO THE FIRING MECHANISMS OF TWENTY EXPLOSIVE DEVICES — EACH LOCATED IN A MAJOR AMERICAN CITY —

— AND EACH WITH A SUFFICIENT PAYLOAD OF A MILITARY-GRADE NERVE GAS TO KILL EVERY LIVING THING WITHIN A TWO HUNDRED MILE RADIUS.

GIVE OR TAKE A FEW MILES, DEPENDING ON THE WEATHER, OF COURSE.

I INTEND TO WALK TO THAT TOWER, AND TRANSMIT THE DETONATION CODES.

ALL YOU NEED TO DO IS STOP ME.

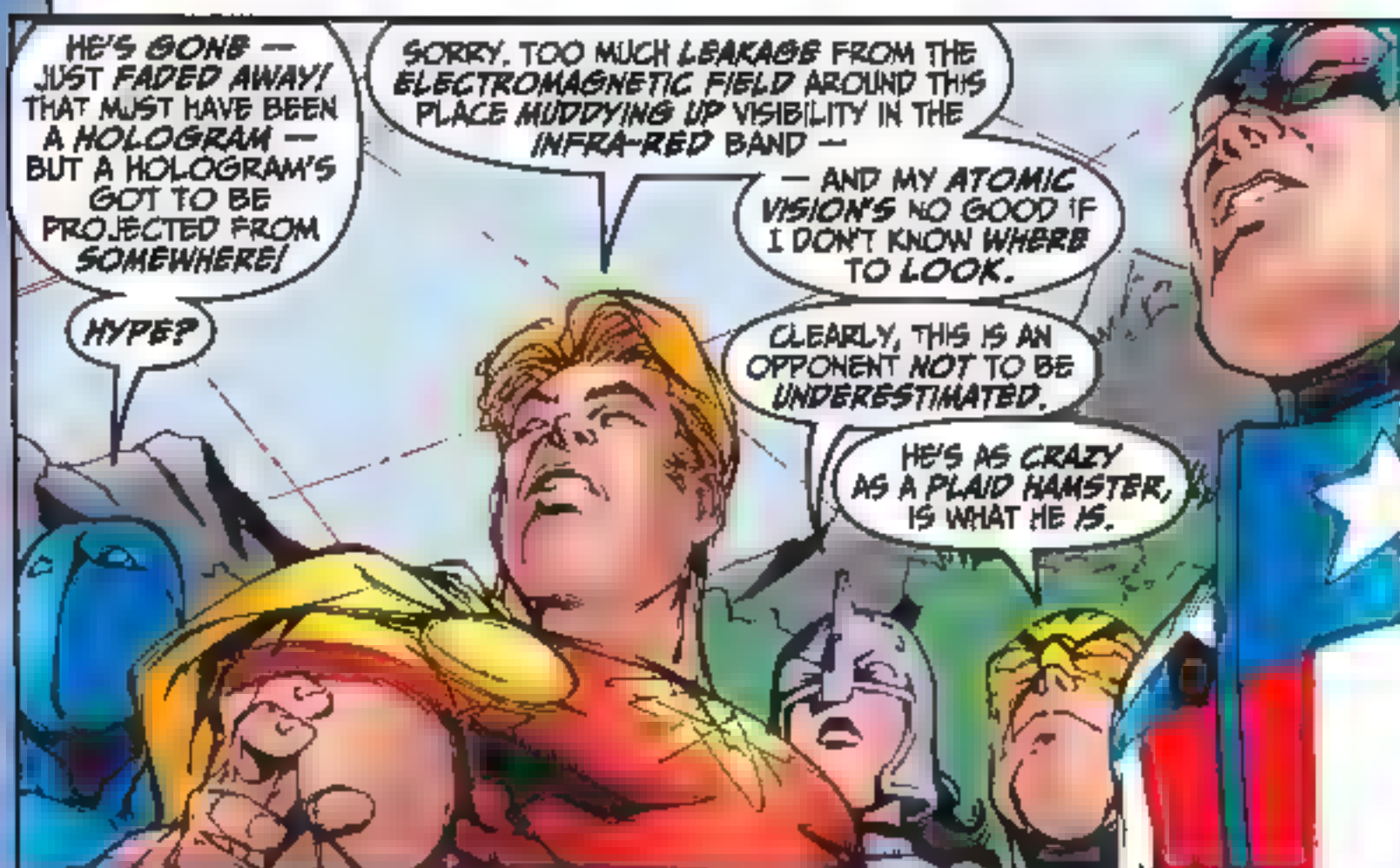
I MUST CAUTION YOU, HOWEVER —

— THIS AREA IS BLANKETED BY AN ELECTROMAGNETIC DISRUPTION DOME; ANY ATTEMPT TO LEAVE OR CONTACT THE OUTSIDE WORLD WILL END OUR GAME PREMATURELY —

— BY TRIGGERING THE EXPLOSIVE DEVICES.

THEREFORE, TO STOP ME, YOU MUST DEFEAT ME IN COMBAT —

— AND THAT, I PROMISE YOU, WILL NOT BE EASY...



HE'S GONE — JUST FADED AWAY! THAT MUST HAVE BEEN A HOLOGRAM — BUT A HOLOGRAM'S GOT TO BE PROJECTED FROM SOMEWHERE!

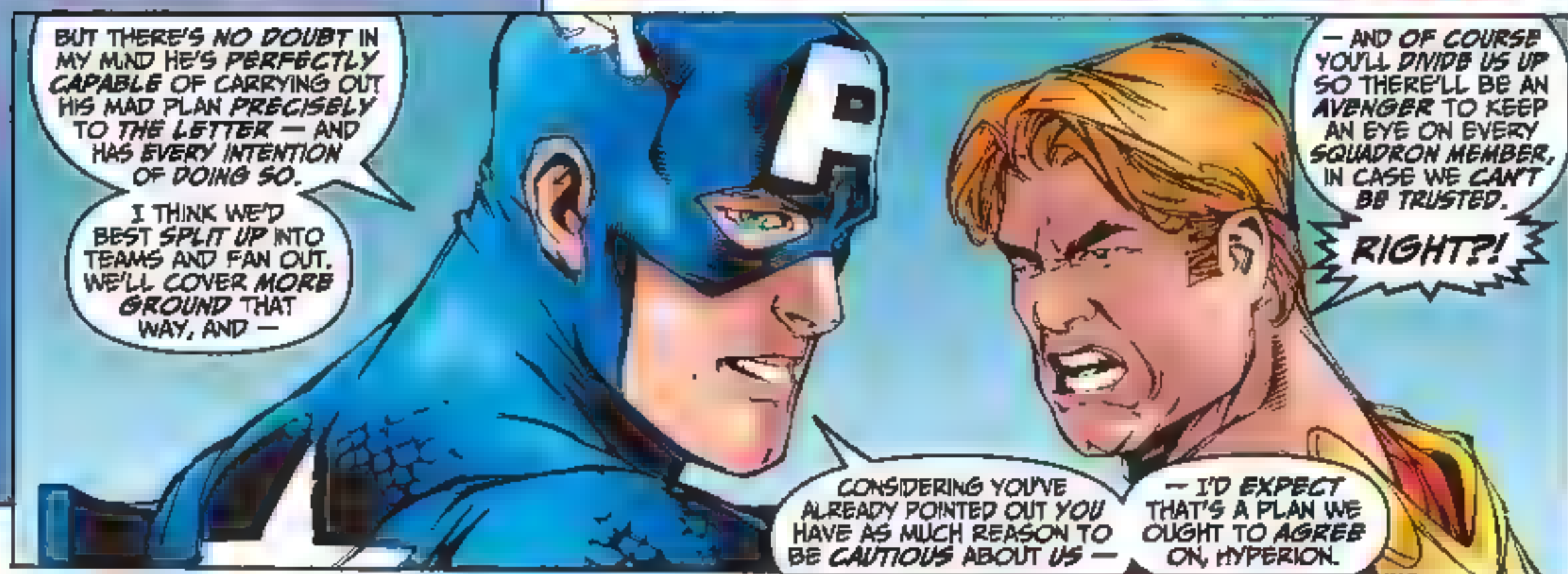
HYPE?

SORRY. TOO MUCH LEAKAGE FROM THE ELECTROMAGNETIC FIELD AROUND THIS PLACE MUDDYING UP VISIBILITY IN THE INFRA-RED BAND —

— AND MY ATOMIC VISION'S NO GOOD IF I DON'T KNOW WHERE TO LOOK.

CLEARLY, THIS IS AN OPPONENT NOT TO BE UNDERESTIMATED.

HE'S AS CRAZY AS A PLAID HAMSTER, IS WHAT HE IS.



BUT THERE'S NO DOUBT IN MY MIND HE'S PERFECTLY CAPABLE OF CARRYING OUT HIS MAD PLAN PRECISELY TO THE LETTER — AND HAS EVERY INTENTION OF DOING SO.

I THINK WE'D BEST SPLIT UP INTO TEAMS AND FAN OUT. WE'LL COVER MORE GROUND THAT WAY, AND —

— AND OF COURSE YOU'LL DIVIDE US UP SO THERE'LL BE AN AVENGER TO KEEP AN EYE ON EVERY SQUADRON MEMBER, IN CASE WE CAN'T BE TRUSTED.

RIGHT?!

CONSIDERING YOU'VE ALREADY POINTED OUT YOU HAVE AS MUCH REASON TO BE CAUTIOUS ABOUT US —

— I'D EXPECT THAT'S A PLAN WE OUGHT TO AGREE ON, HYPERION.



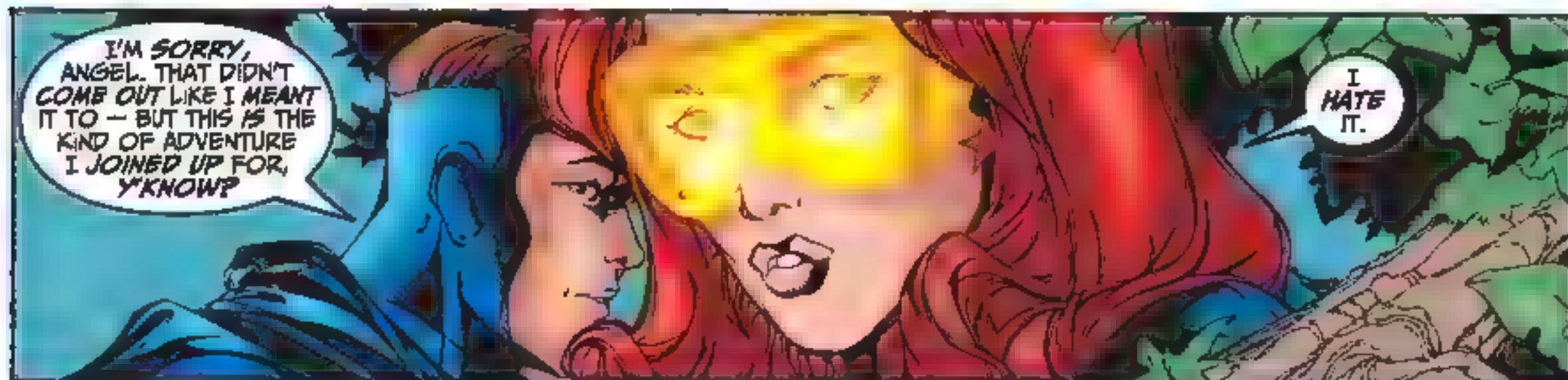
OH, MAN! THIS IS THE REAL THING!

COMPARED TO THIS, TAKING ON THE WHIRLWIND IS A TRIP TO THE MALL.

I SUPPOSE THAT'S TRUE... BUT I DON'T HAVE TO LIKE IT.

NOR DO I. LET'S JUST HOPE IT'S UNNECESSARY, AND LEAVE IT AT THAT.

VANCE, THIS IS SERIOUS — NOT A VIDEO GAME! MILLIONS OF LIVES ARE AT STAKE!



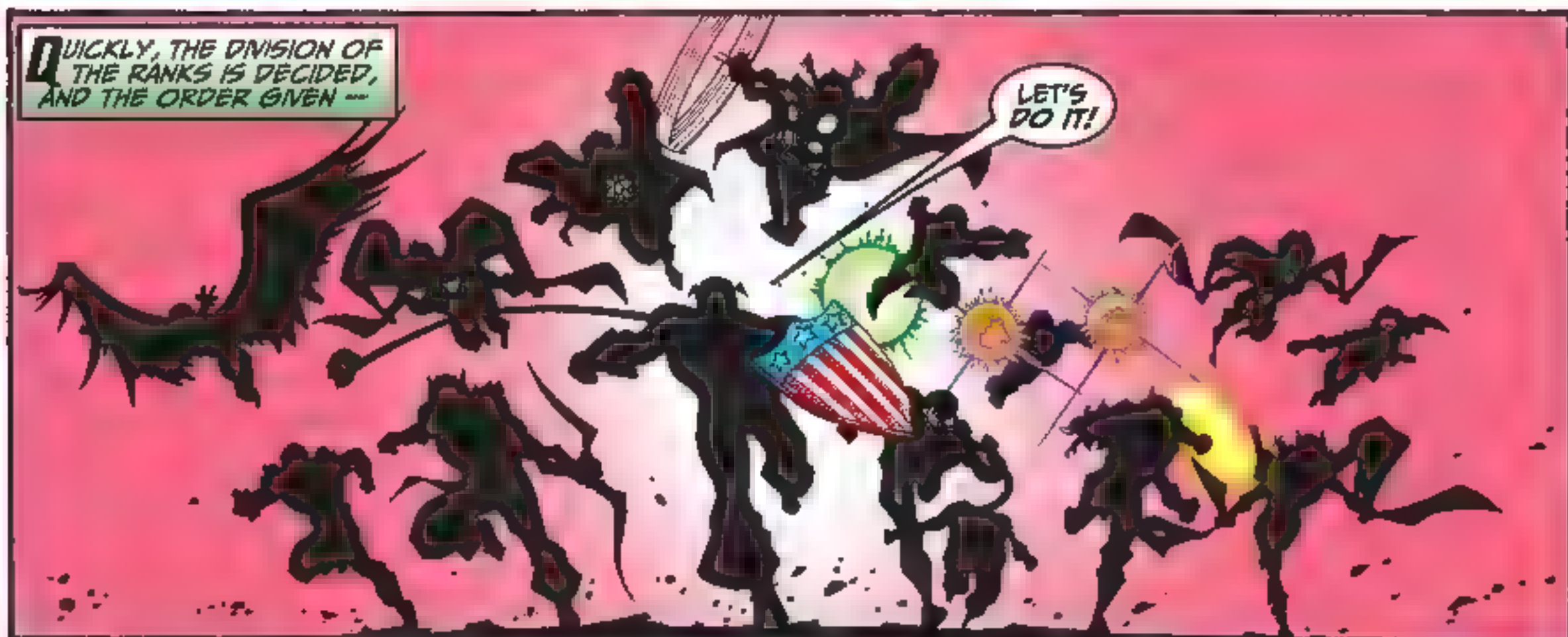
I'M SORRY, ANGEL. THAT DIDN'T COME OUT LIKE I MEANT IT TO — BUT THIS IS THE KIND OF ADVENTURE I JOINED UP FOR, Y'KNOW?

I HATE IT.



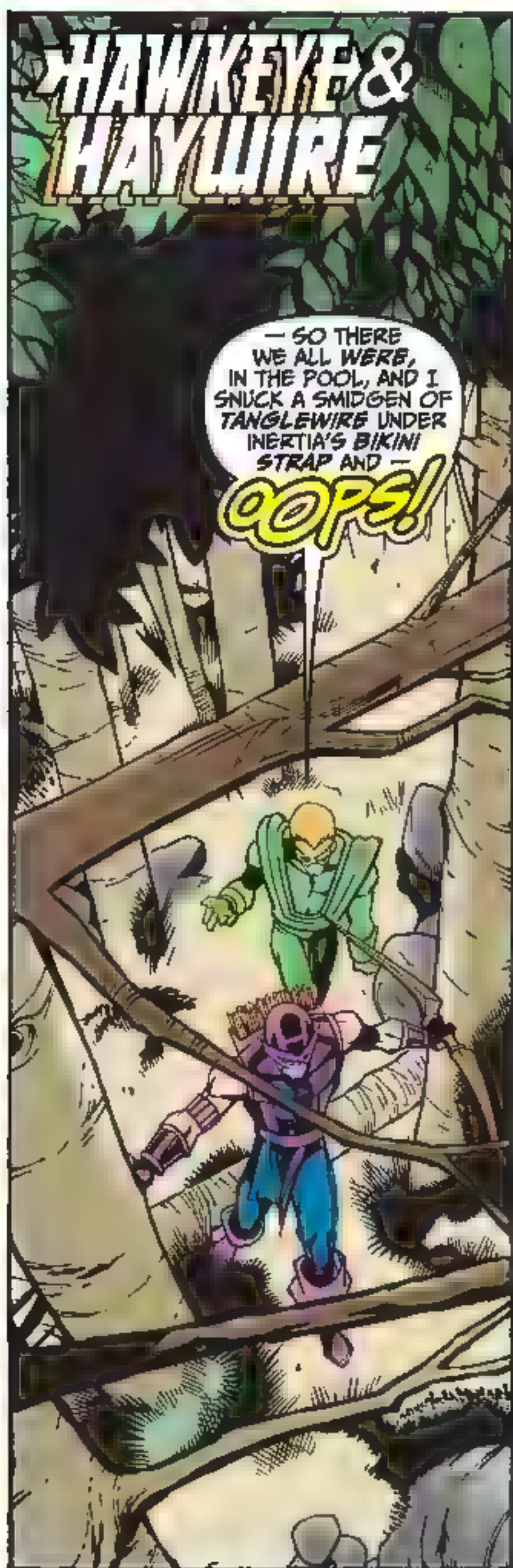
I JUST HATE IT. TRAPPED, WITH NO WAY TO WARN ANYONE, NO WAY TO —

— GET A MESSAGE OUT —



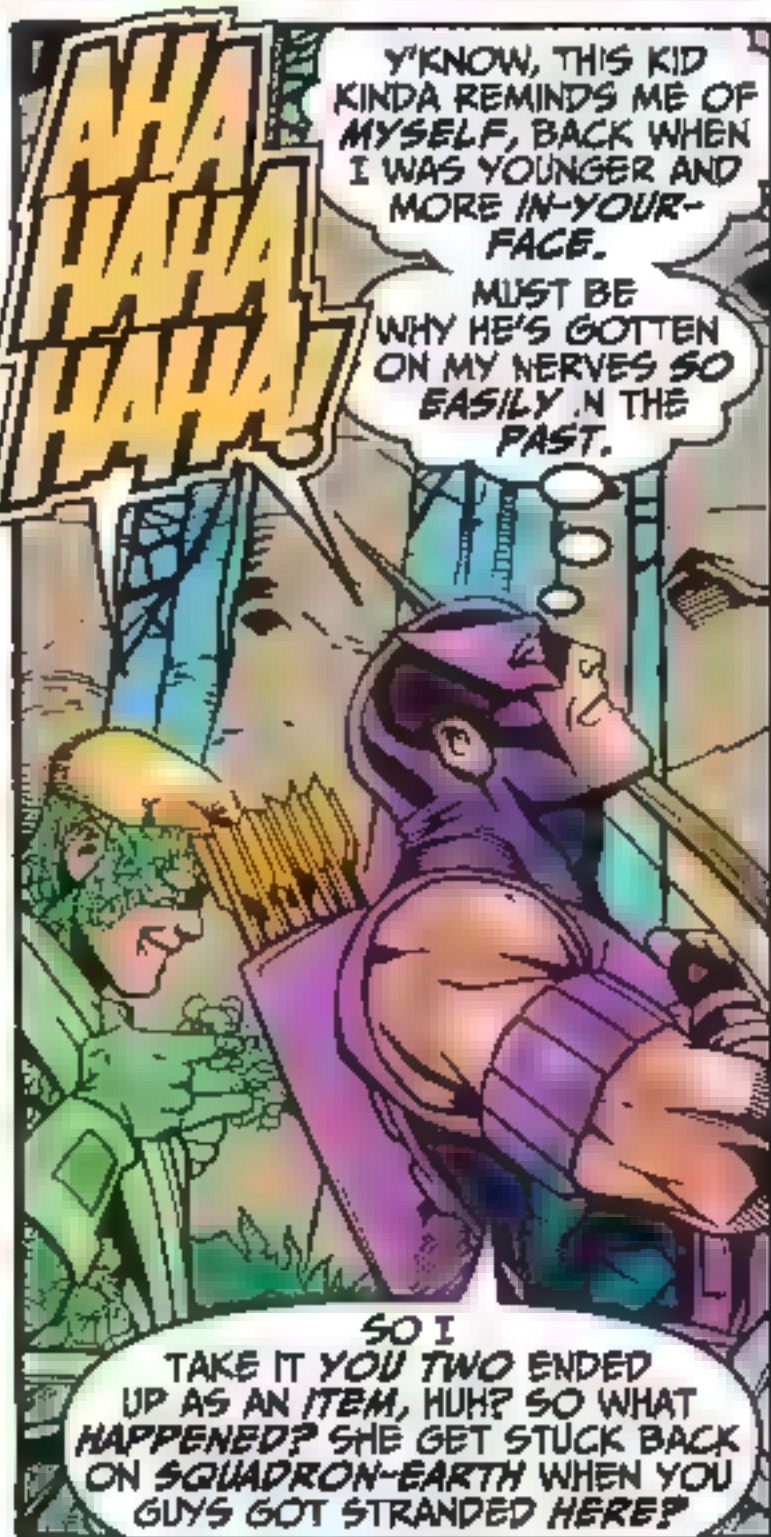
QUICKLY, THE DIVISION OF THE RANKS IS DECIDED, AND THE ORDER GIVEN --

LET'S DO IT!



HAWKEYE & HAYWIRE

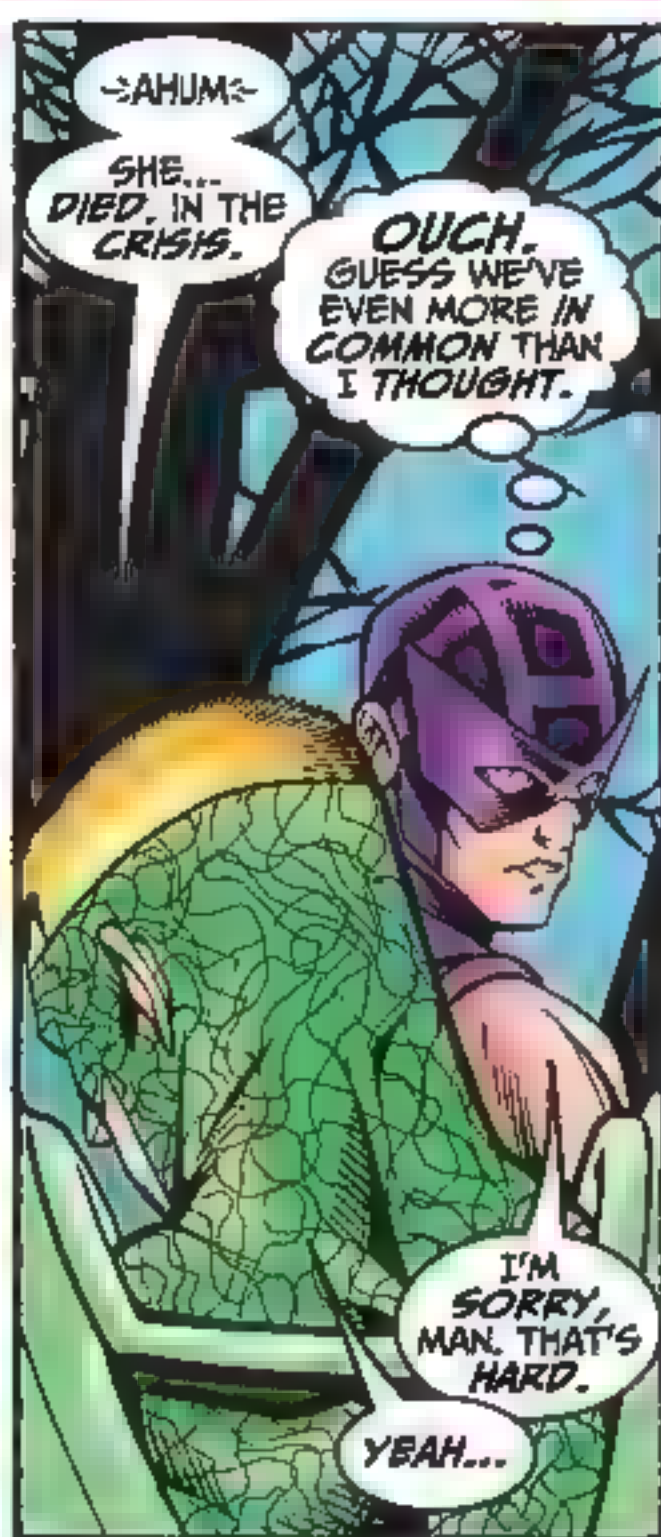
— SO THERE WE ALL WERE, IN THE POOL, AND I SNUCK A SMIDGEN OF TANGLEWIRE UNDER INERTIA'S BIKINI STRAP AND —
OOOPS!



**AHA
HAHA
HAHA!**

Y'KNOW, THIS KID KINDA REMINDS ME OF MYSELF, BACK WHEN I WAS YOUNGER AND MORE IN-YOUR-FACE. MUST BE WHY HE'S GOTTEN ON MY NERVES SO EASILY IN THE PAST.

SO I TAKE IT YOU TWO ENDED UP AS AN ITEM, HUH? SO WHAT HAPPENED? SHE GET STUCK BACK ON SQUADRON-EARTH WHEN YOU GUYS GOT STRANDED HERE?



—AHUM—
SHE... DIED, IN THE CRISIS.

OUCH. GUESS WE'VE EVEN MORE IN COMMON THAN I THOUGHT.

I'M SORRY, MAN. THAT'S HARD.

YEAH...



AH, YOUTH.

I CONGRATULATE YOU BOTH --

— ON BEING THE FIRST TO FALL BEFORE ME!

CHAMPION!



AS I SAID EARLIER, I'VE BECOME A COLLECTOR OF UNUSUAL OBJECTS. PERHAPS YOU MAY RECOGNIZE THIS ONE, HAWKEYE —

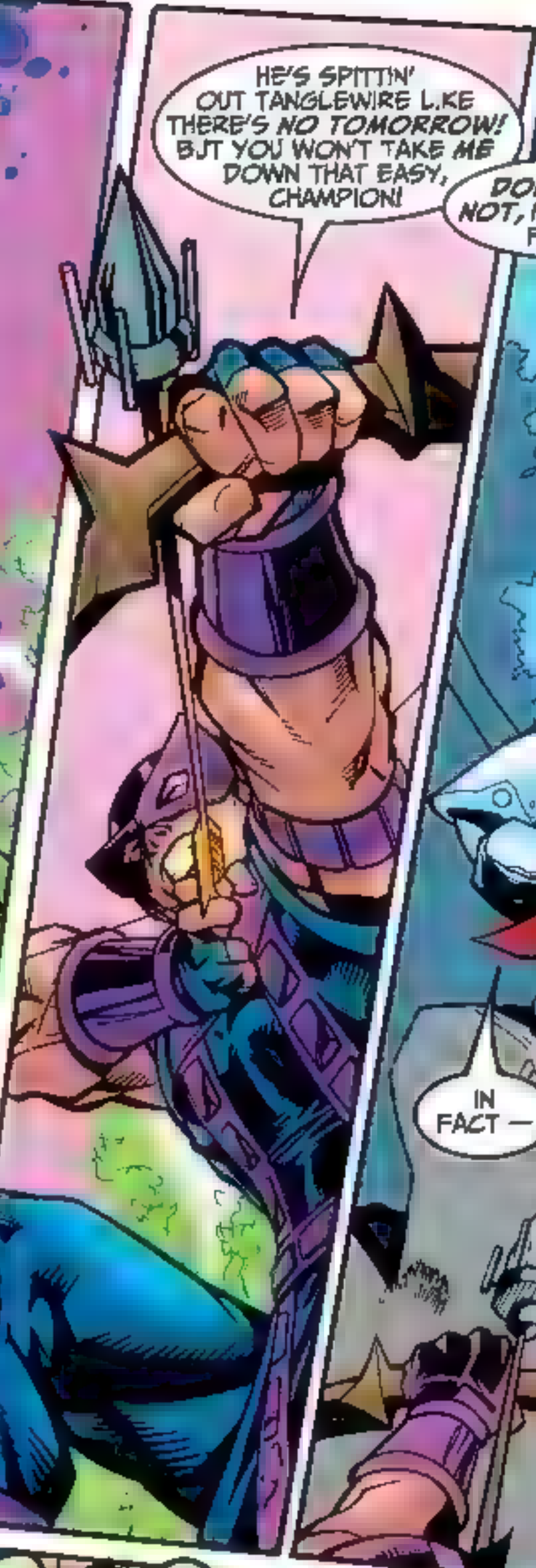
— A MODIFIED ETERNAL BRAIN-MINE!



SEIZURE

—ULHUK—

CAN'T AAK CONTROL HUK'S POWER...



HE'S SPITTIN' OUT TANGLEWIRE LIKE THERE'S NO TOMORROW! BUT YOU WON'T TAKE ME DOWN THAT EASY, CHAMPION!

DOUBTLESS NOT, MY BOWMAN FRIEND.



IN FACT —



— IT SHALL NOT BE I WHO "TAKES" YOU AT ALL.

TIK



SPLOO

A TRAP! SOME KINDA FAST-FORMING PLASTIC...!



TWO DOWN. SIXTEEN TO GO.

AIR-TIGHT... FILLING UP WITH TANGLEWIRE FAST... NOT GOOD...

SCARLET WITCH & MOONGLOW

...SO REALLY, DESPITE MY NAME, I'VE ONLY GOTTEN INTO MAGIC NOW AND AGAIN — AND I'M WAY OUT OF PRACTICE, THESE DAYS.

I'VE PRETTY MUCH ALWAYS RELIED ON MY MUTANT HEX POWERS...BUT LATELY, THEY SEEM TO BE CHANGING...

I SENSE A NATURAL TALENT FOR THE MYSTIC ARTS WITHIN YOU, WANDA — AND A GREAT RESERVOIR OF UNTAPPED POWER.

I THINK YOU'D DO WELL TO DEVOTE YOURSELF TO DEEPER STUDY OF THE ART. IT CAN BE A MOST FULFILLING —

HARK! A LURKING PRESENCE!

QUITE A DAZZLING DISPLAY, MOONGLOW — BUT ONE EASILY ABSORBED BY THE WAND OF WATOOMB.

THOUGH SORCERY REMAINS ONE OF THE FEW ARTS I'VE YET TO MASTER, THE WAND IS A POTENT INSTRUMENT EVEN IN A NOVICE'S HANDS —

— CAPABLE OF NOT ONLY ABSORBING YOUR MYSTIC ENERGIES, BUT AMPLIFYING THEM CONSIDERABLY —

— AND RETURNING THEM!

AAAGHK

MOONGLOW!

I REMEMBER AGATHA HARKNESS ONCE MENTIONING THE WAND OF WATOOMB — THAT IT COULD MAKE ITS WIELDER ALMOST OMNIPOTENT!

STILL, MAYBE I CAN HIT HIM WITH SOMETHING UNEXPECTED! AND THIS IS DEFINITELY —

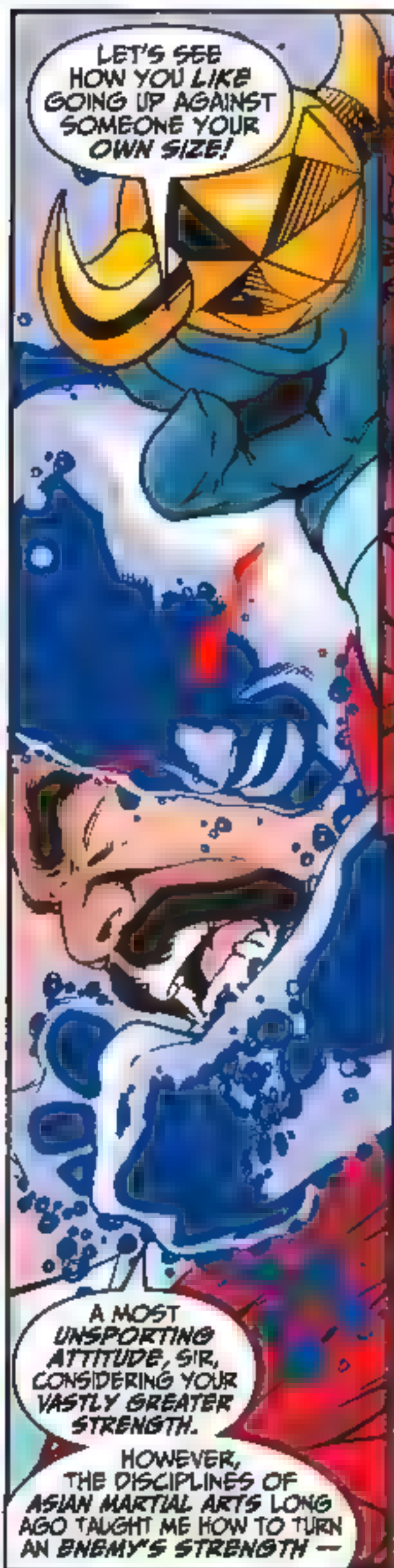


"— A TIME OF NEED!"

LEAVE
HER

ALONE!

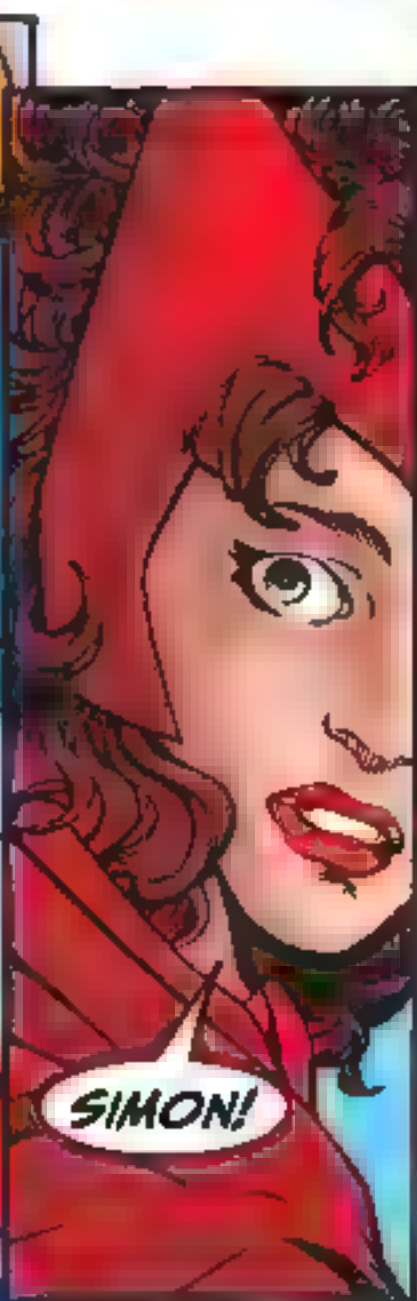
UNGHK



LET'S SEE
HOW YOU LIKE
GOING UP AGAINST
SOMEONE YOUR
OWN SIZE!

A MOST
UNSPORTING
ATTITUDE, SIR,
CONSIDERING YOUR
VASTLY GREATER
STRENGTH.

HOWEVER,
THE DISCIPLINES OF
ASIAN MARTIAL ARTS LONG
AGO TAUGHT ME HOW TO TURN
AN ENEMY'S STRENGTH —



SIMON!



— AGAINST
HIM.

OOF



I SUSPECT
THIS PRODIGIOUS
APPARITION IS YOUR
DOING, WITCH.

LET US SEE IF YOUR
VALIANT DEFENDER REMAINS
ON THE GAME BOARD —

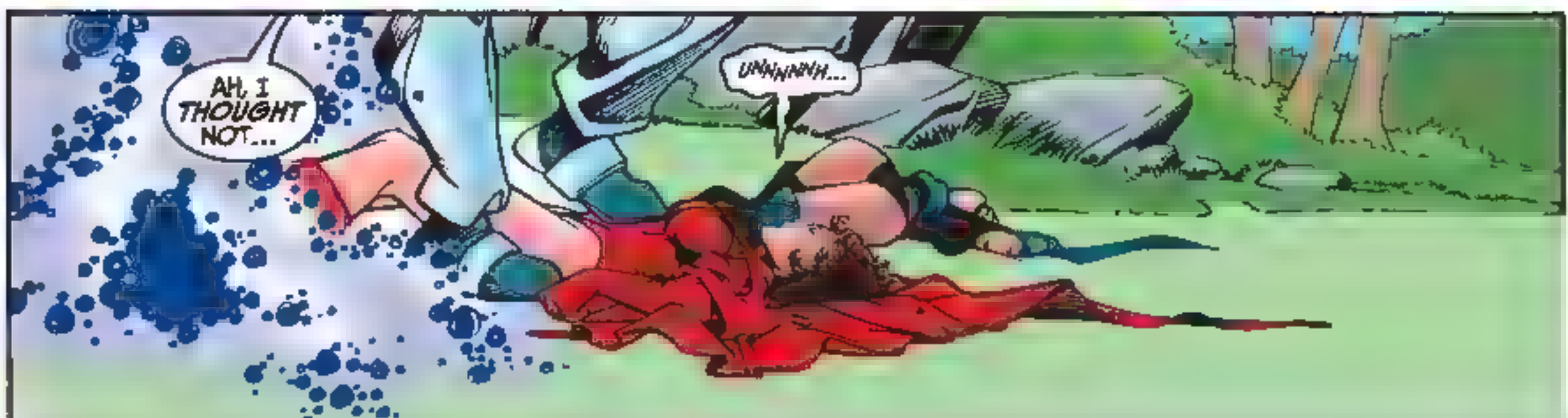


— WITHOUT YOU
TO CONJURE HIM
INTO BEING.



TOX

— UGH —



AH, I
THOUGHT
NOT...

UNNNNNH...

THOR & HYPERION

...AND THOU DOTH THINK IT A MISTAKE, GIVING UP THY HUMAN GUISE?

MAYBE, THOR.

I ABANDONED MY SECRET IDENTITY WHEN THE SQUADRON LAUNCHED ITS UTOPIA PROGRAM. AT THE TIME, IT SEEMED LIKE A DISTRACTION I COULDN'T AFFORD—

-- BUT LOOKING BACK, I HAVE TO WONDER IF I'D HAVE MADE THE MISTAKES I DID IN IMPOSING THE PROGRAM ON HUMANITY IF I HADN'T GIVEN UP THAT PERSPECTIVE --

AYE, 'TIS A DANGER OFTEN FACED BY THE GODS AS WELL -- WHEN WISDOM BE BLINDED BY ARROGANCE.

I FIND MYSELF MULLING THESE QUESTIONS ANEW-- SINCE I HAVE RECENTLY BEEN FORCED INTO A HUMAN GUISE AFTER MUCH TIME WITHOUT ONE.

ODD -- I HAVE NOT E'EN TOLD MY COMRADES OF THIS, BUT TALKING WITH THEE --

-- IF WE ALL HADN'T LET OURSELVES LOSE TOUCH WITH THE POINT OF VIEW OF THE PEOPLE WE MEANT TO HELP.

THERE!

I'VE SPOTTED HIM!

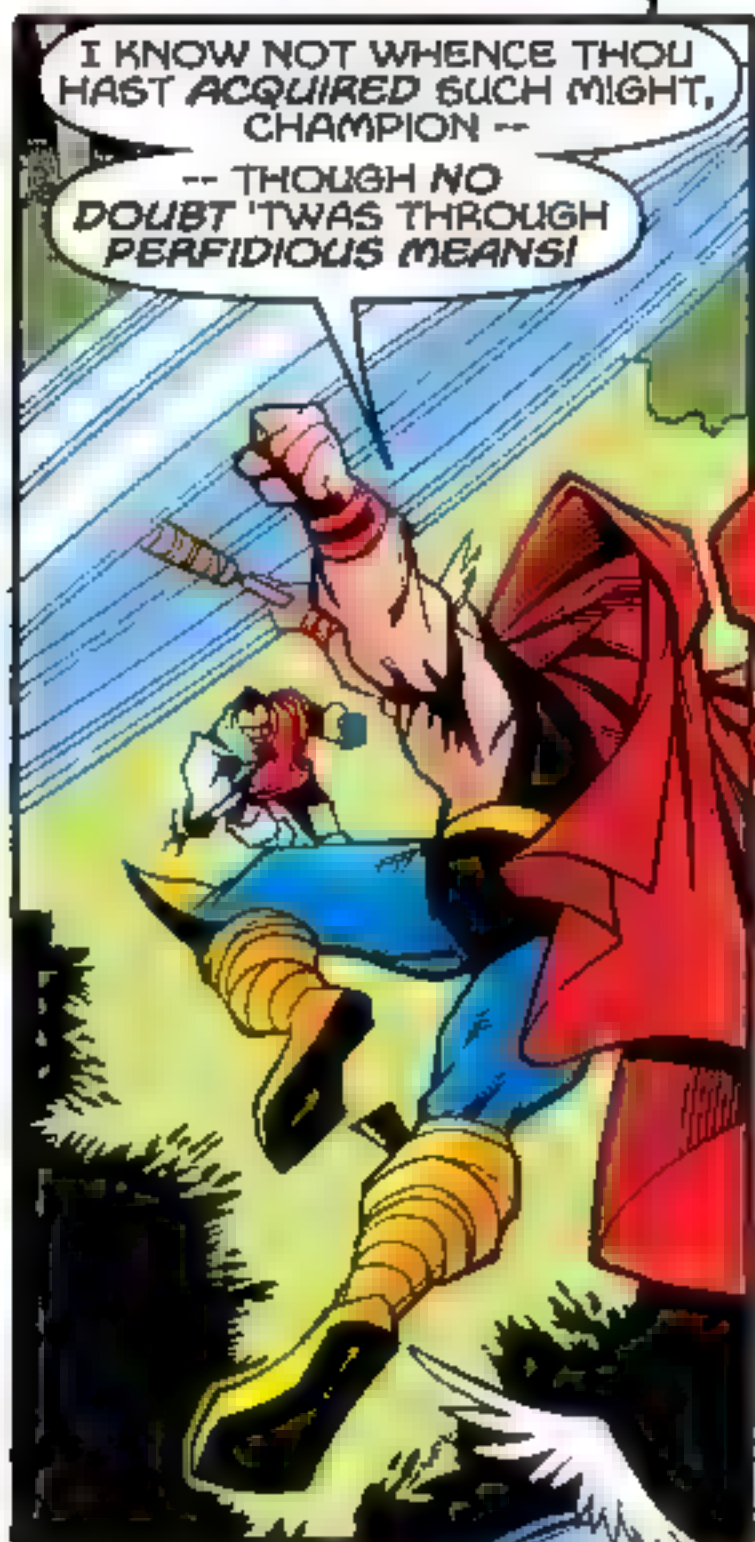
VERILY, HYPERION, THY VISION DOTH RIVAL THAT OF HEIMDALL HIMSELF.

WITH YON VILLAIN REVEALED--

-- LET THE BATTLE BEGIN!

GREAT SCOTT!

PTHOOM

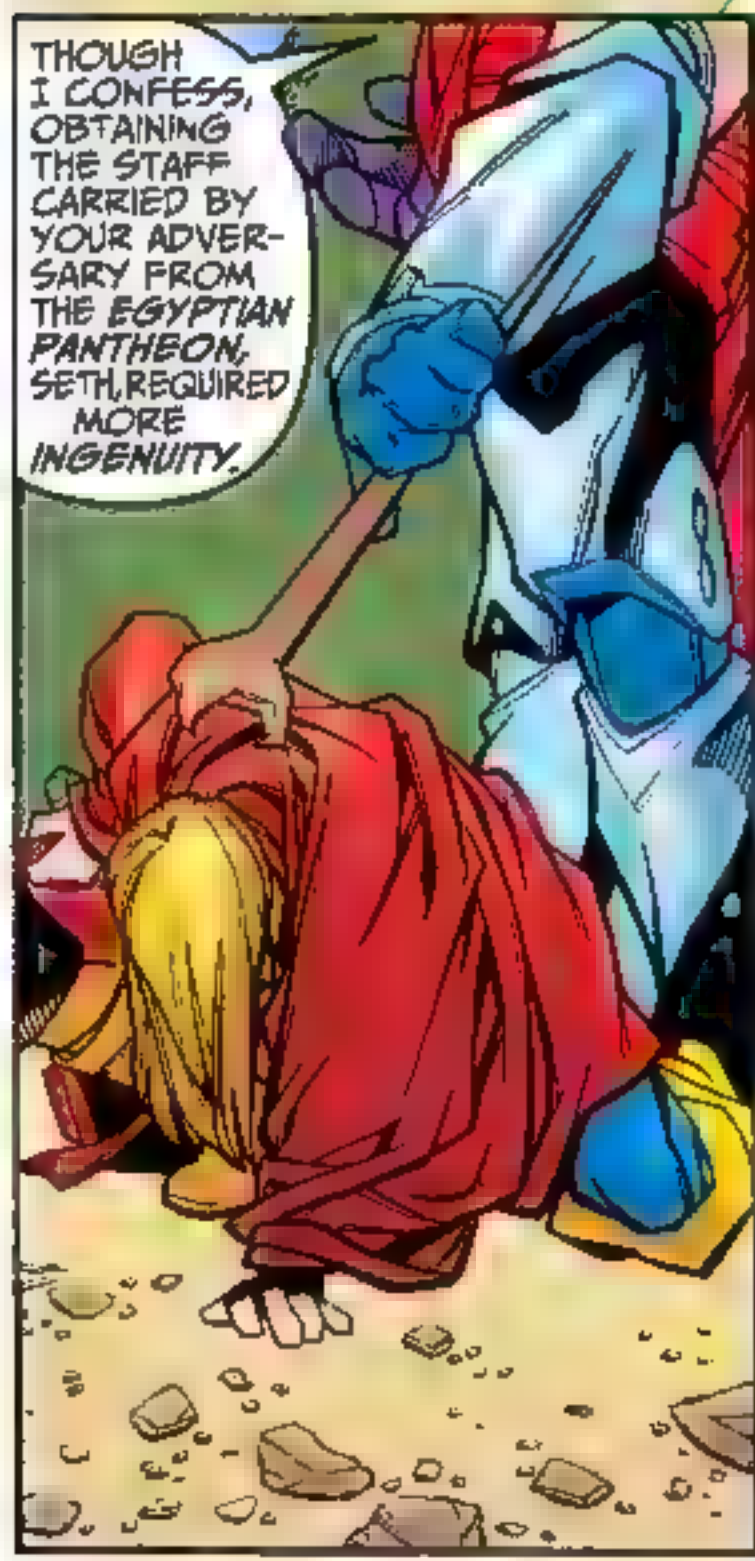


I KNOW NOT WHENCE THOU
HAST ACQUIRED SUCH MIGHT,
CHAMPION --
-- THOUGH NO
DOUBT 'T WAS THROUGH
PERFIDIOUS MEANS!

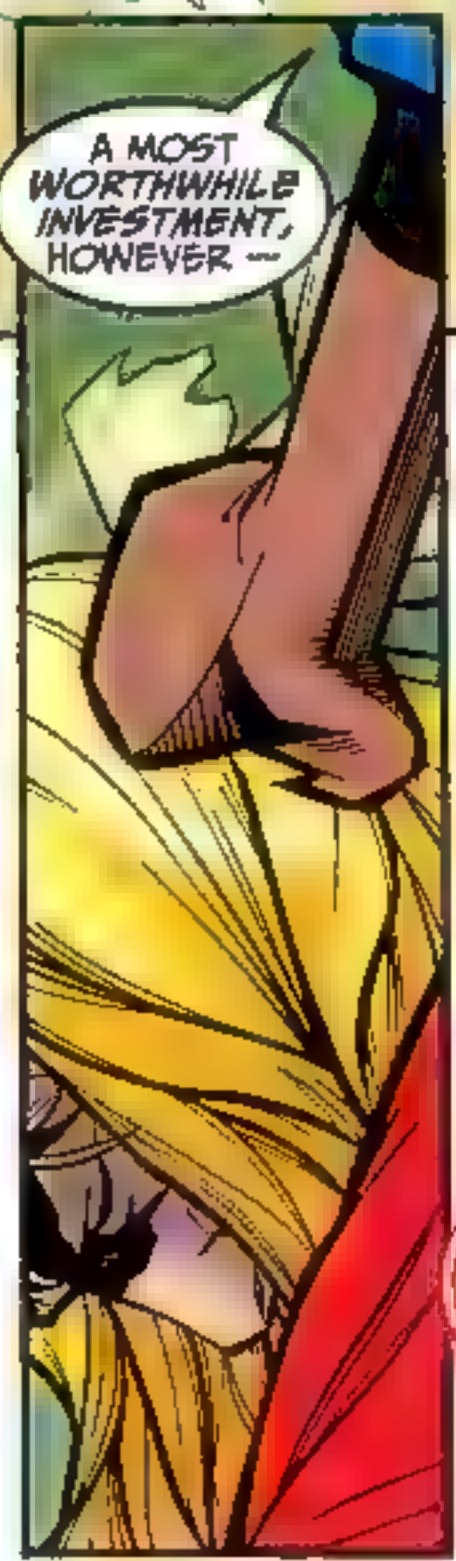
TO THE
CONTRARY, THUNDERER,
I COMMISSIONED THE
WIZARD TO CONSTRUCT ONE
OF HIS WONDER GLOVES
IN MY SIZE QUITE
LEGITIMATELY.



UNNNH



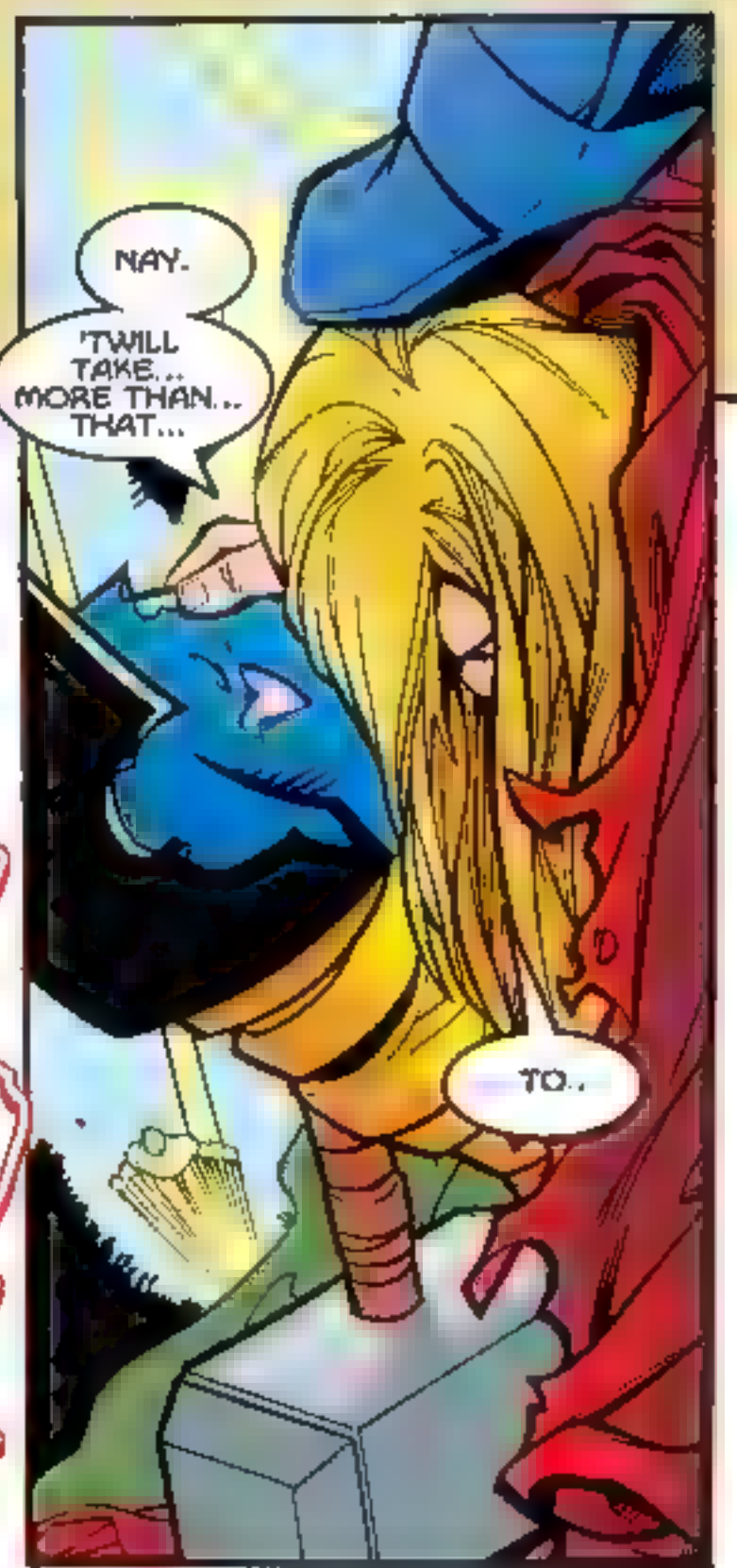
THOUGH
I CONFESS,
OBTAINING
THE STAFF
CARRIED BY
YOUR ADVER-
SARY FROM
THE EGYPTIAN
PANTHEON,
SETH, REQUIRED
MORE
INGENUITY.



A MOST
WORTHWHILE
INVESTMENT,
HOWEVER --

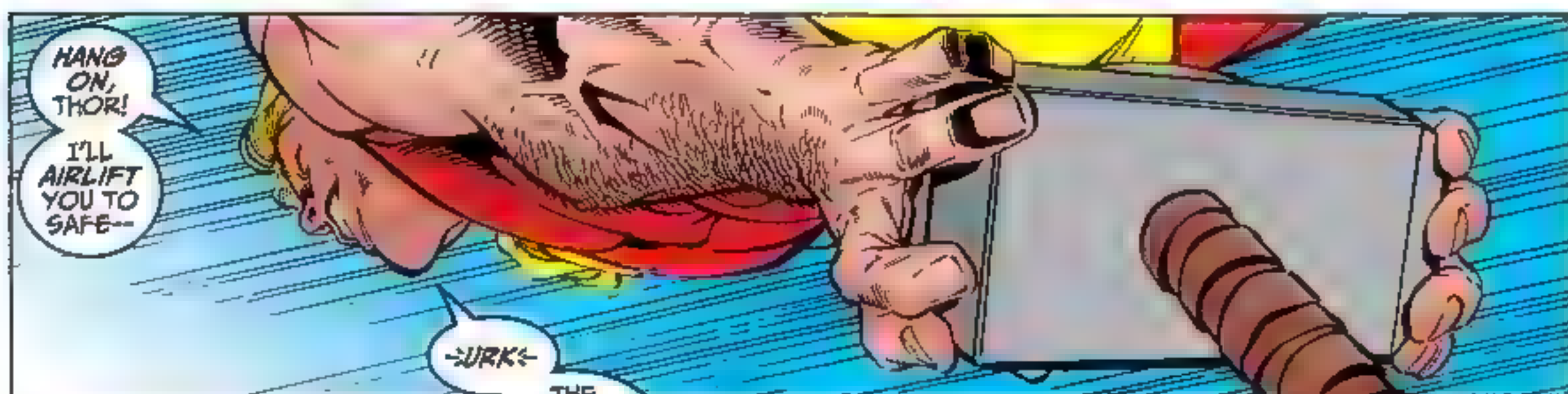
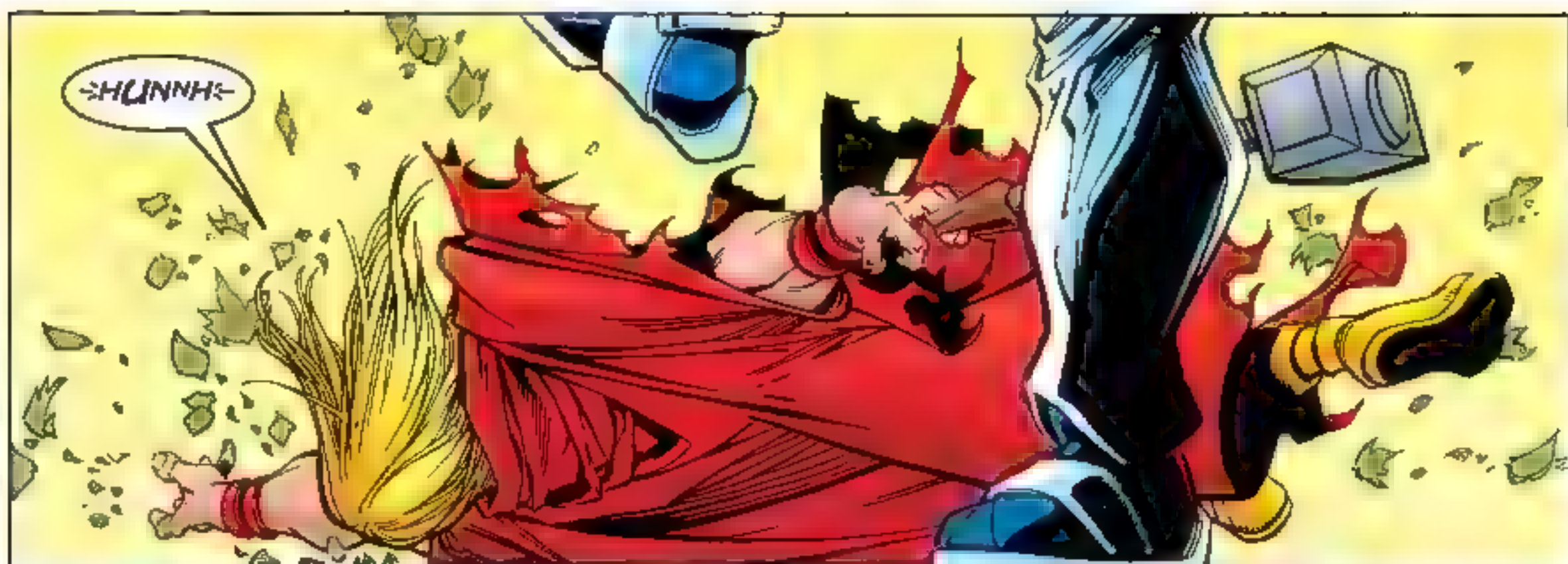


-- FOR A
WEAPON
ABLE TO
FELL EVEN
A GOD!



NAY.
'T WILL
TAKE...
MORE THAN...
THAT...

TO..



THE PRICE OF IMPULSIVENESS, HYPERION. SURELY YOU KNEW THAT THOR'S HAMMER IS ENCHANTED, AND CAN ONLY BE LIFTED BY HE HIMSELF --

-- BUT BY THE TIME YOU REMEMBERED, YOU WERE PINNED -- BY THE WORLD'S MIGHTIEST REFRIGERATOR MAGNET.

IRONMAN, DOCTOR SPECTRUM & THE WHIZZER

I STILL SAY IT DOESN'T MAKE ANY SENSE TO STICK THE FASTEST AND MOST MANEUVERABLE OF US TOGETHER —

— WHEN WE COULD BE COVERING THREE TIMES THE AREA ON OUR OWN.

MAYBE NOT AT FIRST GLANCE, WHIZZER — BUT OVER THE YEARS I'VE LEARNED TO TRUST CAP'S INSTINCTS WHEN IT COMES TO STRATEGY AND TACTICS.

YOU CAN BE SURE WHAT-EVER HIS CRITERIA FOR PICKING SEARCH GROUPS WAS, HE HAD A GOOD REASON FOR IT.

NOT TO MENTION ONE I AGREE WITH, GIVEN HOW QUICK THE SQUADRON WAS TO TURN HOSTILE EARLIER, ALONG WITH THEIR PAST HISTORY.

MUCH AS I'D LIKE TO, I CAN'T QUITE FIND IT IN ME TO TRUST THEM.

—SIGH— CHAMPION WAS RIGHT ABOUT ONE THING — AS REAL ESTATE GOES, THIS AREA'S A REAL BEAUTY.

REMINDS ME OF THE PARK BACK HOME WHERE I PROPOSED TO MADDY, WHERE WE TAKE — TOOK — TINA DURING THE SUMMER.

AND YOU'LL TAKE THEM THERE AGAIN, STAN. ONE WAY OR ANOTHER, WE'LL ALL GET HOME.

EVENTUALLY... SOMEHOW...

THEY SOUND SO HOMESICK... JUST A MINUTE AGO I WAS FINDING IT SO EASY TO JUDGE THEM WITHOUT EVEN KNOWING THEM AS PEOPLE —

— BUT NOW, LISTENING TO THEM TALK ABOUT WHAT THEY'VE LOST... I CAN'T HELP BUT FEEL HEARTLESS.

AH, A THREESOME!

THIS SHOULD PROVE A REFRESHING CHANGE OF PAGE!

UHHHG!
IT'S CHAMPION!

SPECTRUM'S THROWN
FOR A LOOP, BUT AT LEAST
THE WHIZZER'S LANDED
ON HIS FEET —

— IF
YOU CAN THINK OF
RUNNING STRAIGHT
DOWN THE SIDE OF
A TREE IN THOSE
TERMS...

A BODY THAT
SIZE HAS TO HAVE
ONE HECK OF A
METABOLISM.

MUST
NEED A LOT OF
OXYGEN TO KEEP
RUNNING ON ALL
CYLINDERS.

SO LET'S
SEE HOW WELL YOU
DEAL WITH A VACUUM
POCKET —

— INSIDE A
SUPER-SPEED
CYCLONIC
VORTEX!

HE'S
GOT HOLD
OF THE TETHER TO
STAN'S FLYING
PLATFORM!

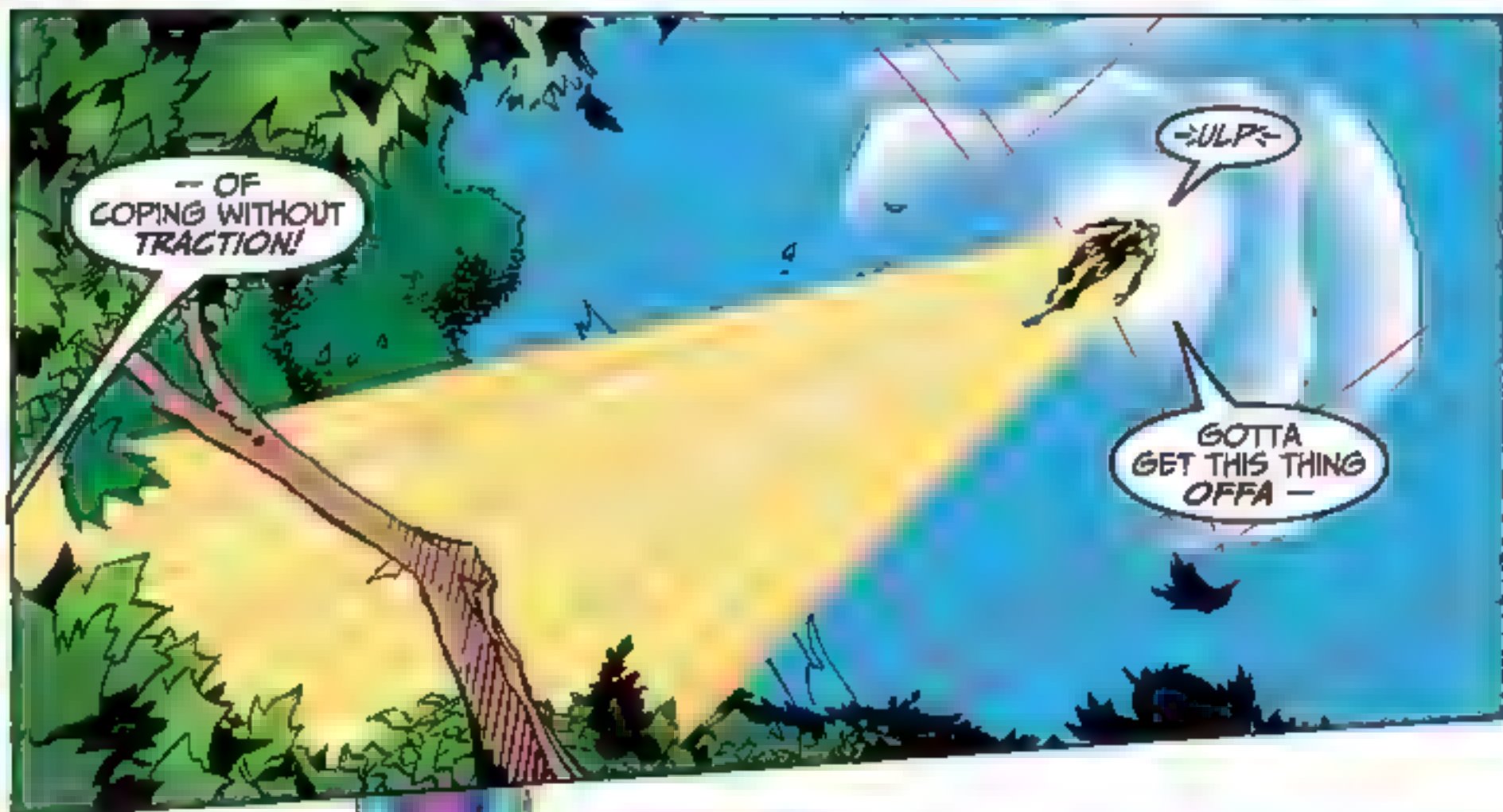
HOW
OBSERVANT OF
YOU TO NOTICE,
DOCTOR SPECTRUM,
YOU MAY WANT TO
DEVOTE THAT SAME
ACUITY TO STUDY
OF THIS NEXT
MANEUVER —

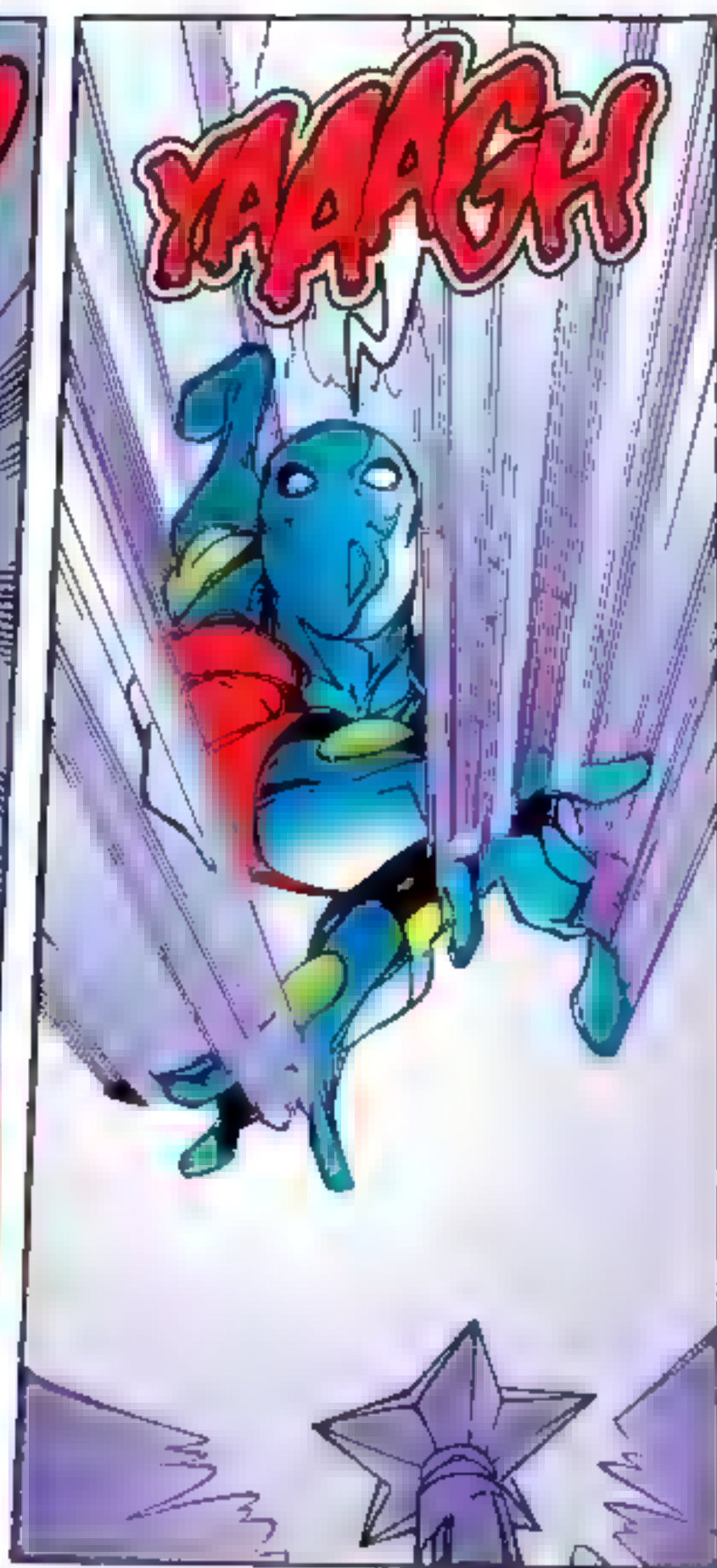
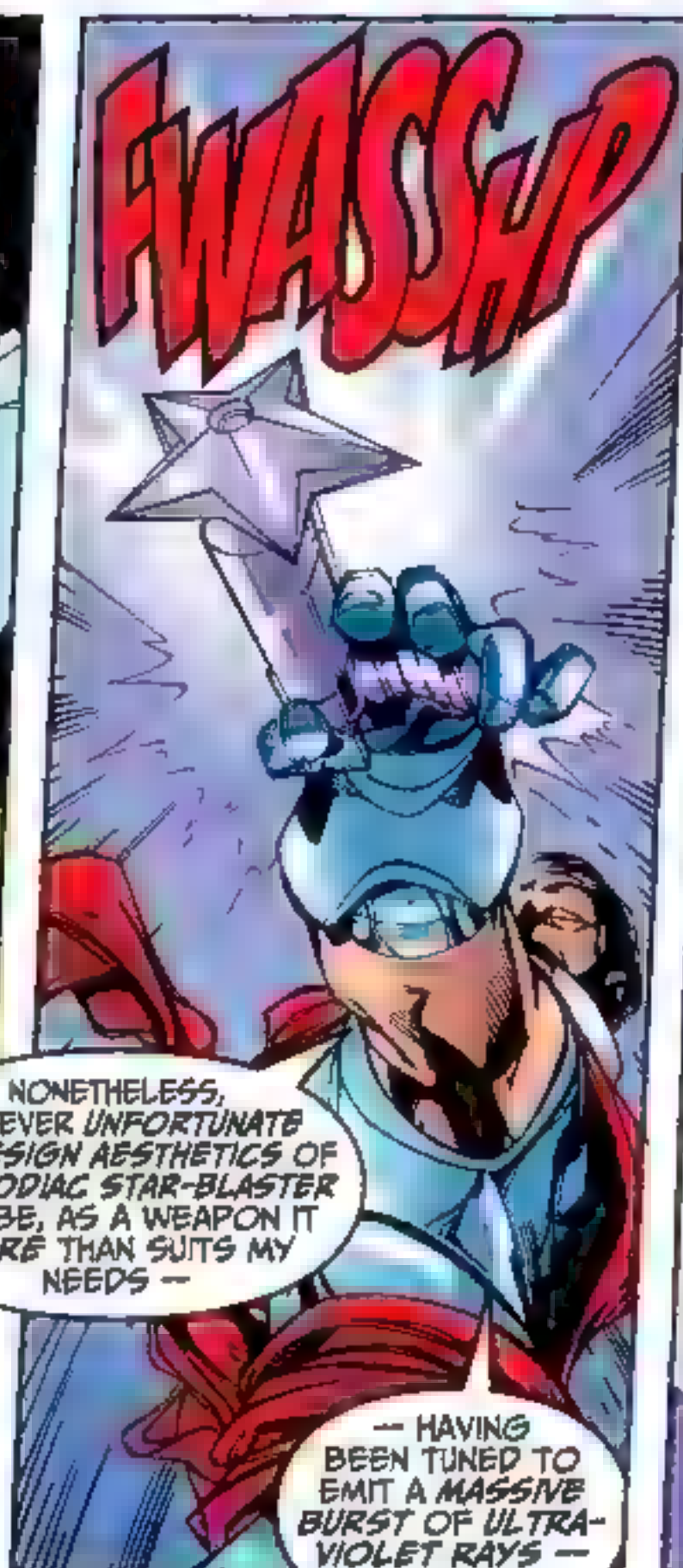
— COLLOQUIALLY
REFERRED TO AS
"CRACKING
THE WHIP!"

A MOMENTARY
SHORTAGE OF BREATH
IS NO GREAT TEST FOR
ME, SPEEDSTER. LET JS
USE ANOTHER OF THE
WIZARD'S FINE TOYS —
THIS ANTI-GRAVITY
DISK —

— TO
SEE IF YOU
ARE EQUALLY
CAPABLE —









WHANG

FIRESTAR & POWER PRINCESS

...YOU
ASKED CAP TO
PAIR UP WITH
ME?
WHY?

I SENSE
THAT YOU ARE
TROUBLED —
UNCOMFORTABLE
WITH THIS MISSION,
PERHAPS EVEN WITH
YOUR ROLE AS AN
AVENGER ITSELF —

— AND I THOUGHT PERHAPS I
COULD OFFER YOU COUNSEL,
IF YOU WISH IT.

WELL...>HFFF<
YOU'RE RIGHT. BEING
A PART OF ALL THIS IS
VANCE'S DREAM, NOT
MINE.

DO YOU THINK
IT'S FAIR TO LET
YOURSELF BE BOUND
SO BY THE WILL
OF ANOTHER?

SHOULDN'T YOU
GIVE YOURSELF THE
OPPORTUNITY TO FIND A
MATE WHOSE GOALS ARE
MORE IN ACCORD WITH
YOUR OWN?



I DUNNO...
SOMETIMES, WHEN
YOU LOVE SOMEONE,
YOU HAVE TO MAKE
COMPROMISES.

ALL
HARMONY
GROWS FROM
COMPROMISE —
SO LONG AS THE
SACRIFICES
MADE ARE
MUTUAL.

UH...I
GUESS THAT'S
SOMETHING TO
THINK ABOUT.

THANKS,
ZARDA.

IF
I'VE BEEN OF
HELP, THEN I AM
HONORED.

MY PEOPLE'S
PHILOSOPHY HOLDS
THAT THERE IS MORE TO
DOING GOOD THAN
SIMPLY FIGHTING
EVIL.

SPEAKING OF
EVIL, I HAVE SPIED
OUR QUARRY.

BACK
TO THE
FIGHTING
PART THEN,
HUH?



I
FEAR
SO.



DARN IT! IF THAT CREEPAZOID WOULD JUST HOLD STILL....!

HIS AGILITY IS REMARKABLE FOR A MAN OF HIS STATURE.

AH, THE FEMMES FATALE ARRIVE!



I HAVE BEEN MANY THINGS IN MY TIME, BUT I'M PROUD TO SAY —



— "MALE CHAUVINIST" HAS NEVER BEEN AMONG THEM.



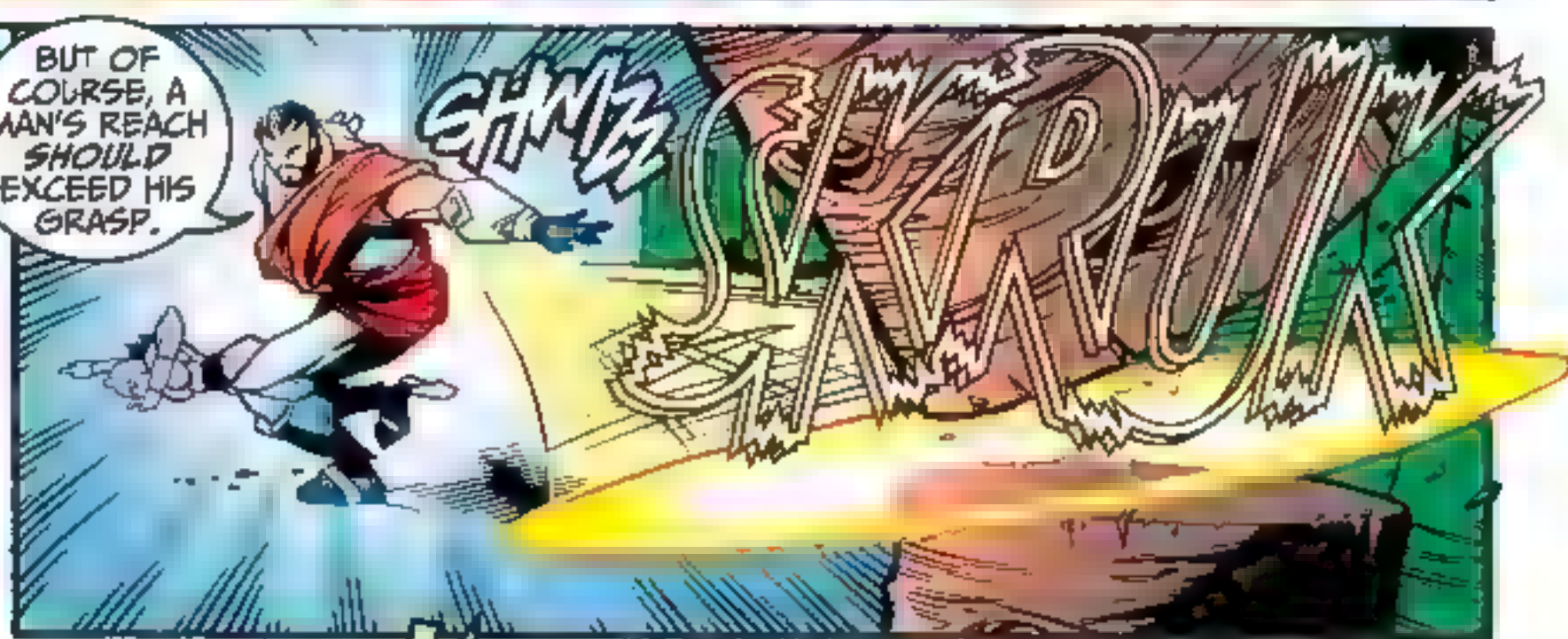
OH, SO? I THINK YOU UNDERESTIMATE US. YOUR DODGING IS TRANSPARENT — AN ATTEMPT TO LEAD FIRESTAR INTO STRIKING ME BY MISTAKE —

— BUT YOU WILL NOT SUCCEED!



YEAH, WELL -- MAYBE YOU TRICKED HER, BUT IT WON'T WORK ON ME! YOU CAN'T HIT WHAT YOU CAN'T REACH, BUSTER!

BUT OF COURSE, A MAN'S REACH SHOULD EXCEED HIS GRASP.



POWER PRINCESS'S SHIELD -- WHAT A SPLENDID WEAPON!

WHY HAD I NOT CONSIDERED USING THIS LITTLE GAME --

UH-OH...

--NNGHBPH--





— TO EXPAND MY COLLECTION!
IT'S PARTICULARLY FITTING THAT I SHOULD CARRY THE WEAPON OF THE Bowman WHO FIRST TRAINED ME IN THE ART OF —

BACK OFF FROM THEM, CHAMPION!



EH?

AH, THE FULL REMAINING ROSTER —

CAPTAIN AMERICA, SKYLARK, JUSTICE & THE SHARP

YOU JUST BETTER PRAY THEY'RE OKAY, YOU ROTTEN—



—GASP— THAT'S ZARDA'S SHIELD HE'S CARRYING!

BAD MAN HURT SHAPE'S FRIENDS!

THEN HE'S ALREADY TAKEN OUT ONE OR MORE OF OUR MOST POWERFUL.

WE NEED CLEAR HEADS HERE, PEOPLE! WE CAN'T AFFORD ANY MISTAKES!



I'M AFRAID YOUR COMRADES HAVE LONG SINCE SQUANDERED YOUR BUDGET FOR PRUDENCE, CAPTAIN —

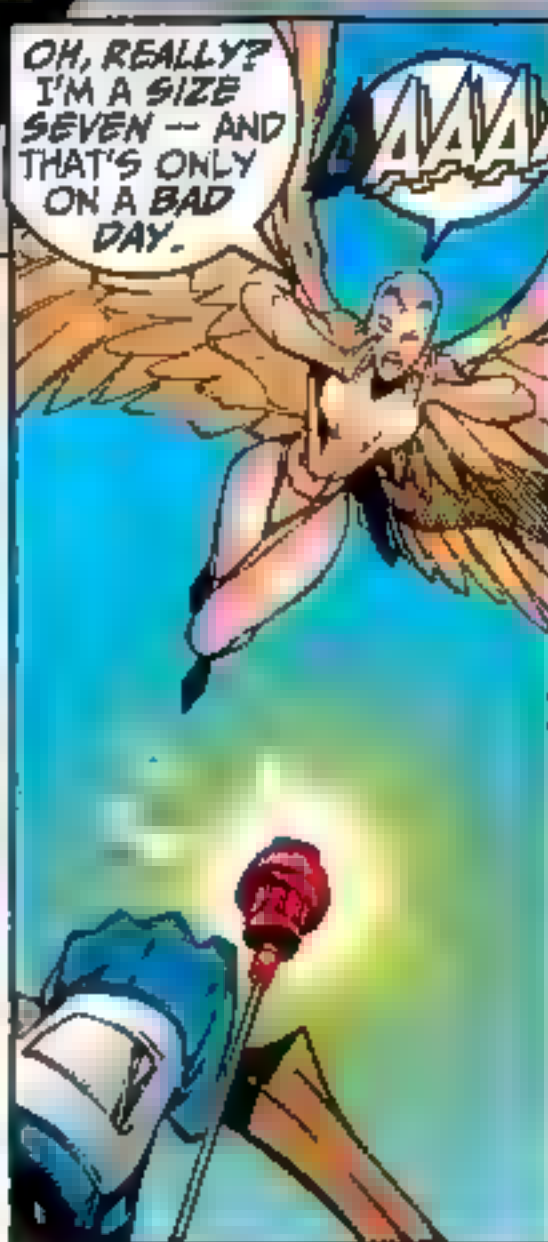
— AND YOU HAVE NAUGHT LEFT TO EXPEND.

—HULLP— TELEKINETIC BLAST — GOING WILD...!

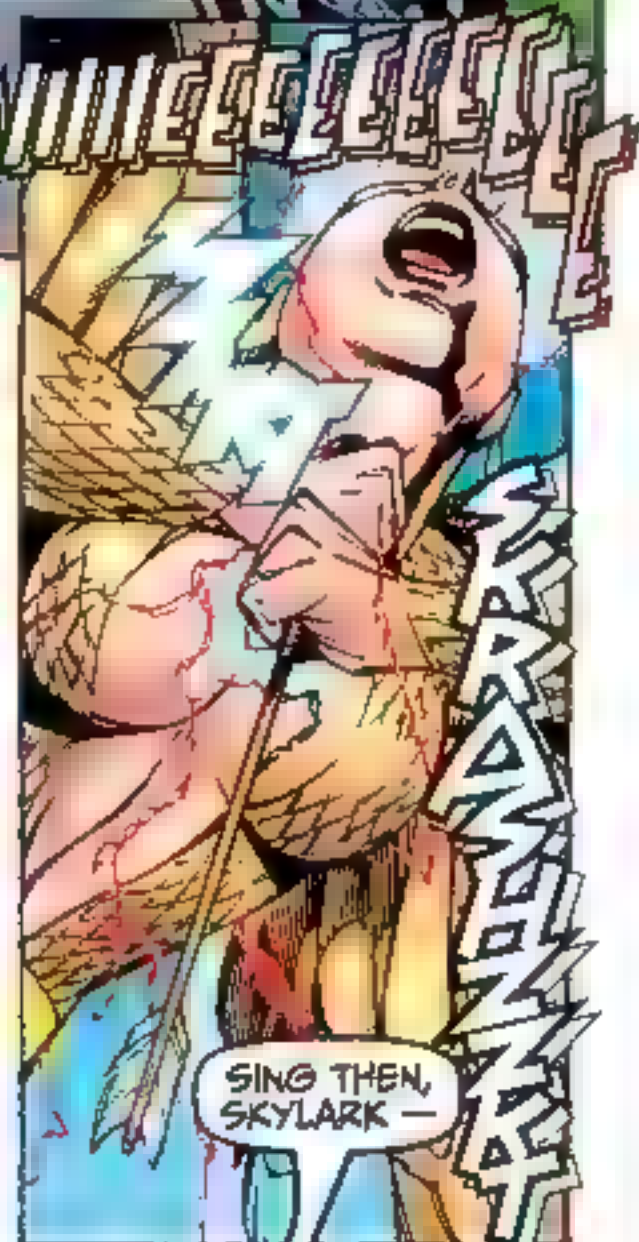
—NNGAAA—



I DO BELIEVE, AS IT'S SAID IN THE PARLANCE, THAT THE FAT LADY IS PREPARED TO SING.



OH, REALLY? I'M A SIZE SEVEN — AND THAT'S ONLY ON A BAD DAY.

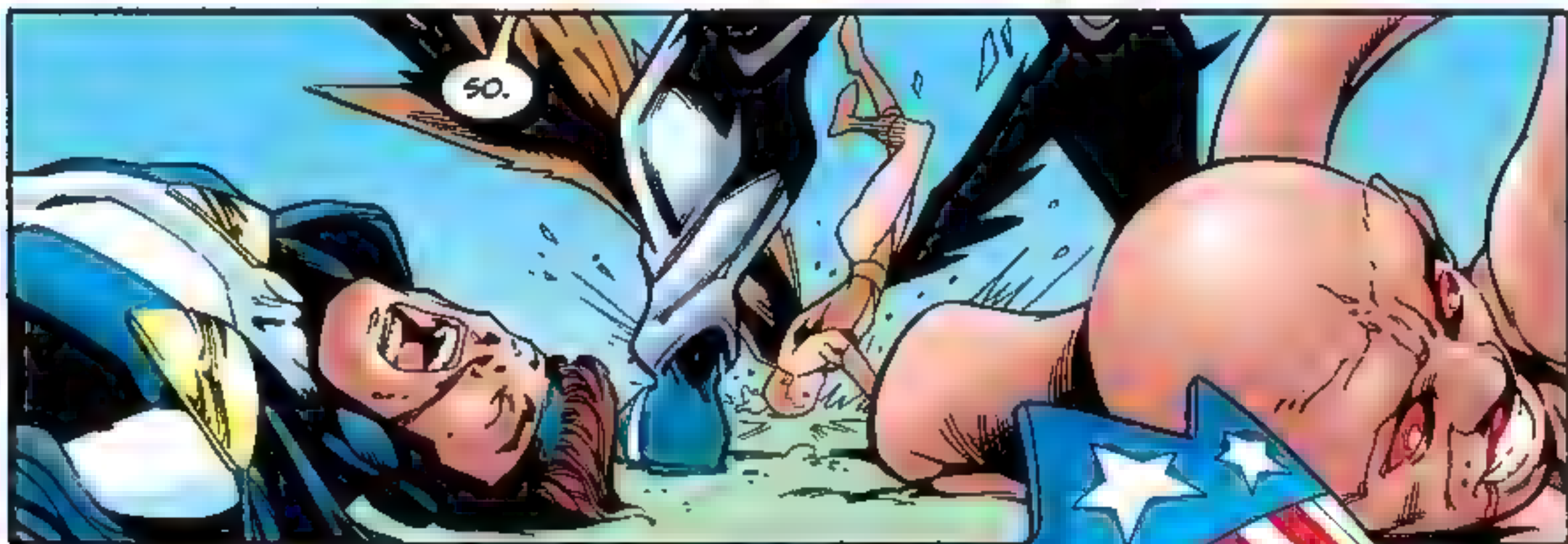


SING THEN, SKYLARK —

"— BUT SING CHAOTICALLY — UNCONTROLLABLY — AND WE SHALL SEE WHO ENDURES."



SO.



ALL OF YOUR FELLOWS HAVE FALLEN — TO PLANNING, SKILL AND BRILLIANCE. THEY HAD THE POWER — BUT I HAD THE WAY. AS HAVE YOU, MANY A TIME.

SO NOW, ONE LIVING LEGEND TO ANOTHER — WE SHALL END THIS.

SIZE AND STRENGTH DON'T MAKE YOU A LEGEND, CHAMPION. I DON'T CARE HOW TALL YOU ARE —



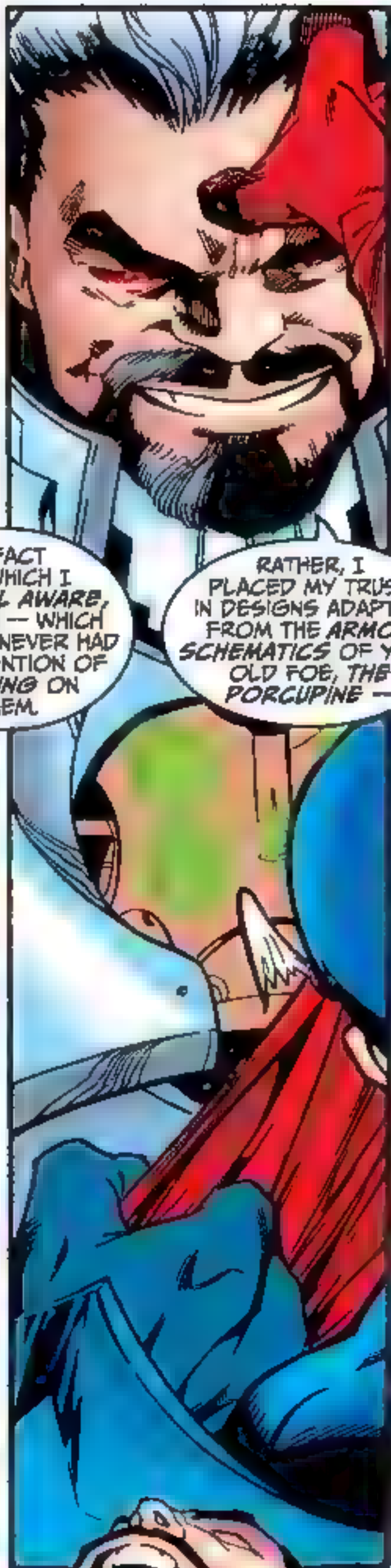
— YOU'RE AS SMALL AND PETTY A MAN AS I'VE EVER MET!





YOU MAY HAVE SUPERIOR HEIGHT, STRENGTH AND REACH — BUT I'VE FACED OPPONENTS WITH GREATER ADVANTAGES, AND LEARNED TO COUNTER THEM!

A FACT OF WHICH I AM WELL AWARE, CAPTAIN — WHICH IS WHY I NEVER HAD ANY INTENTION OF RELYING ON THEM.



RATHER, I PLACED MY TRUST IN DESIGNS ADAPTED FROM THE ARMOR SCHEMATICS OF YOUR OLD FOE, THE PORCUPINE —



— AND A FAST-ACTING NARCOTIC GAS.

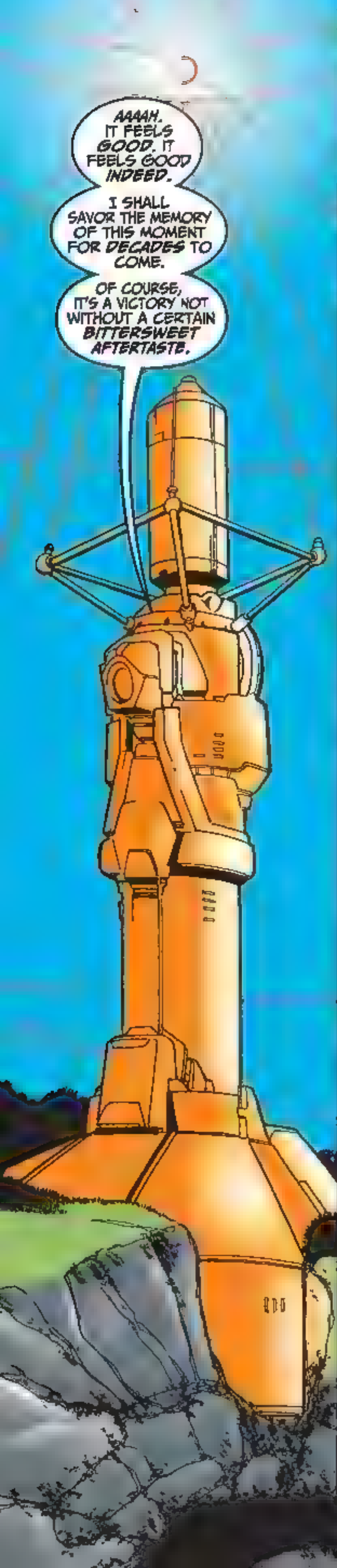


OF COURSE, IT TOOK ME MANY MONTHS TO BUILD THE REQUIRED IMMUNITY TO ITS SOPORIFIC EFFECT, BUT MY PATIENCE HAS BEEN WELL REWARDED.

FOR NOW —
— NOW —



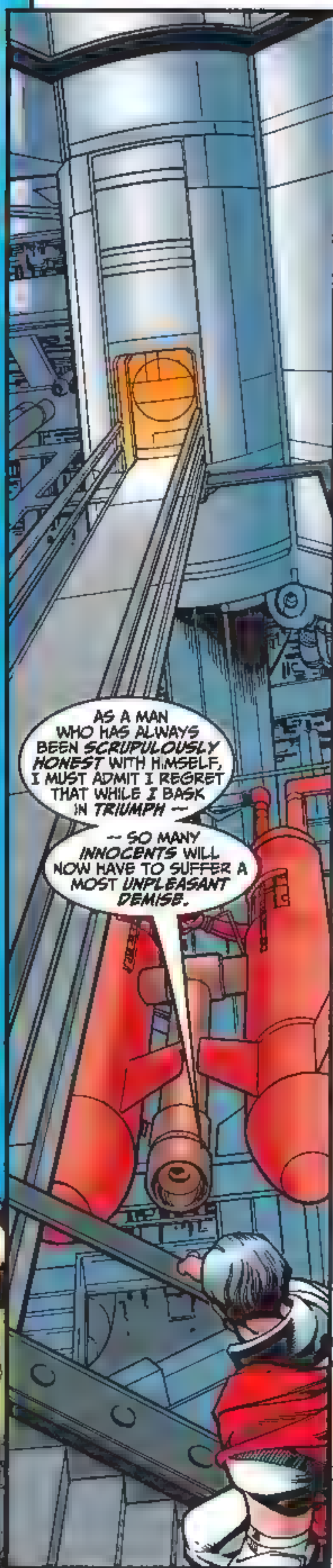
— I HAVE
WON!



AAAAH.
IT FEELS
GOOD. IT
FEELS GOOD
INDEED.

I SHALL
SAVOR THE MEMORY
OF THIS MOMENT
FOR DECADES TO
COME.

OF COURSE,
IT'S A VICTORY NOT
WITHOUT A CERTAIN
BITTERSWEET
AFTERTASTE.



AS A MAN
WHO HAS ALWAYS
BEEN SCRUPULOUSLY
HONEST WITH HIMSELF,
I MUST ADMIT I REGRET
THAT WHILE I BASK
IN TRIUMPH --

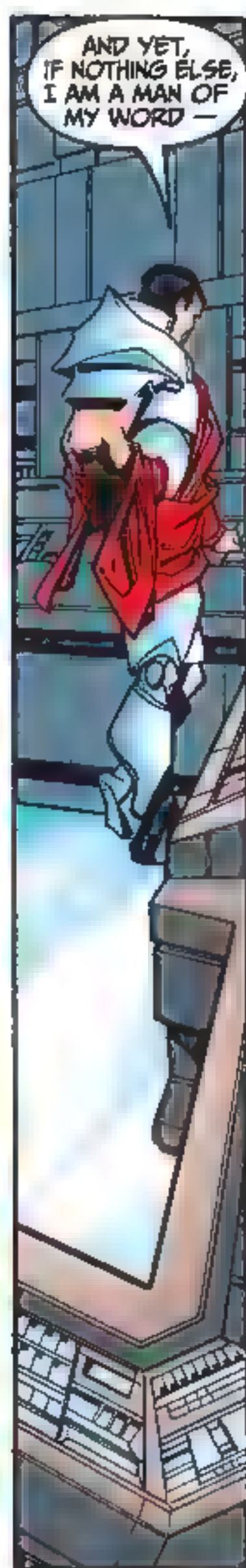
-- SO MANY
INNOCENTS WILL
NOW HAVE TO SUFFER A
MOST UNPLEASANT
DEMISE.



ESPECIALLY
AS THEY ARE THE
ONES WHO HAVE
MADE THIS DAY
POSSIBLE.



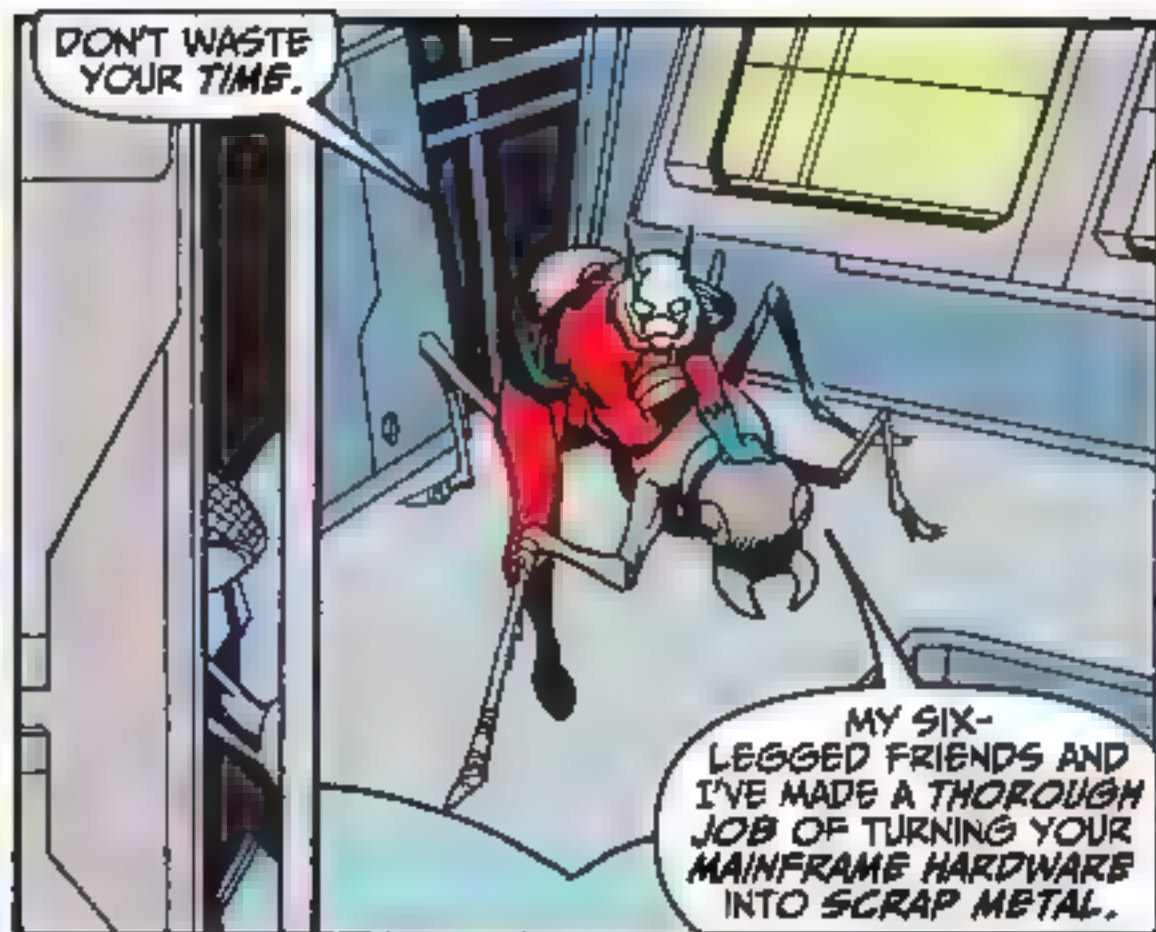
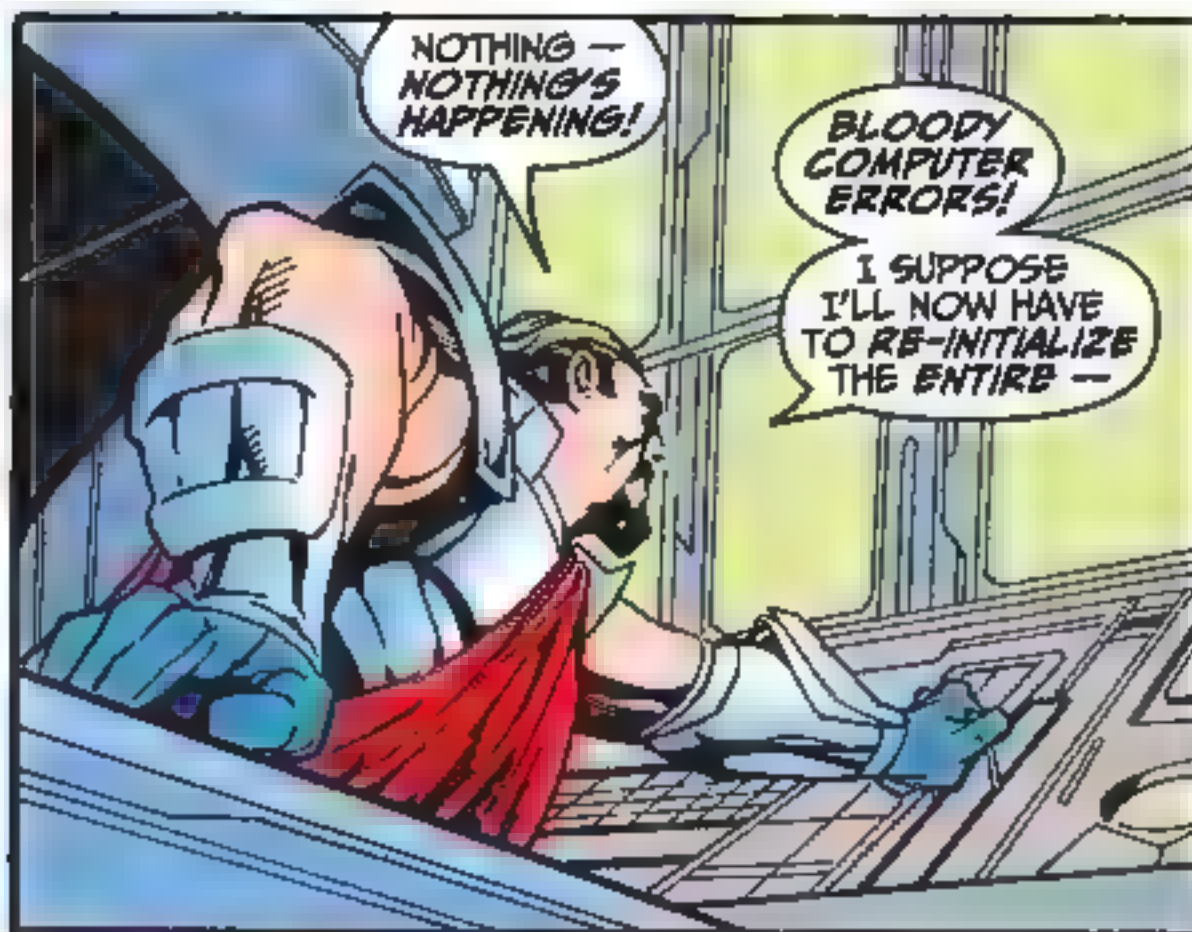
-- THUS, I MUST
END THIS GAME
ACCORDING TO
THE RULES I
MYSELF LAID
DOWN.



AND YET,
IF NOTHING ELSE,
I AM A MAN OF
MY WORD --



KLAK





LATER, ONCE THE AUTHORITIES HAVE ARRIVED...

NICE MOVE, FIRESTAR, USING THE ANTS TO CIRCUMVENT CHAMPION'S ELECTROMAGNETIC FIELD AND GET A MESSAGE OUT TO ME.

OH, IT WASN'T MUCH... JUST A LITTLE IDEA.

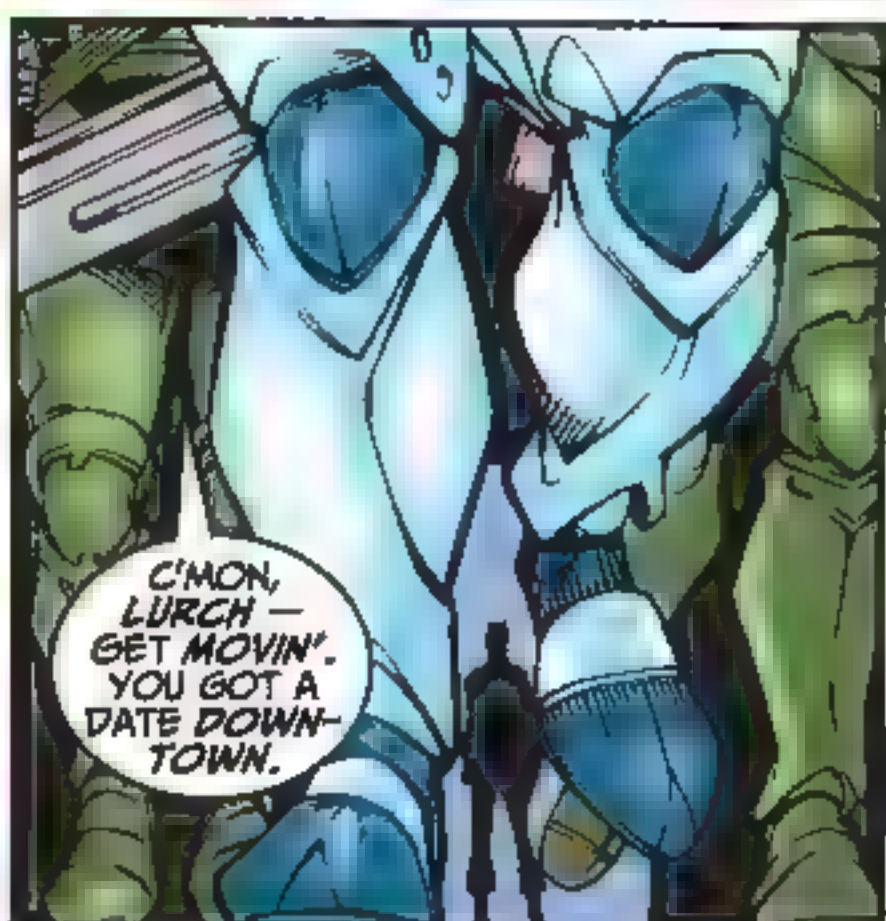
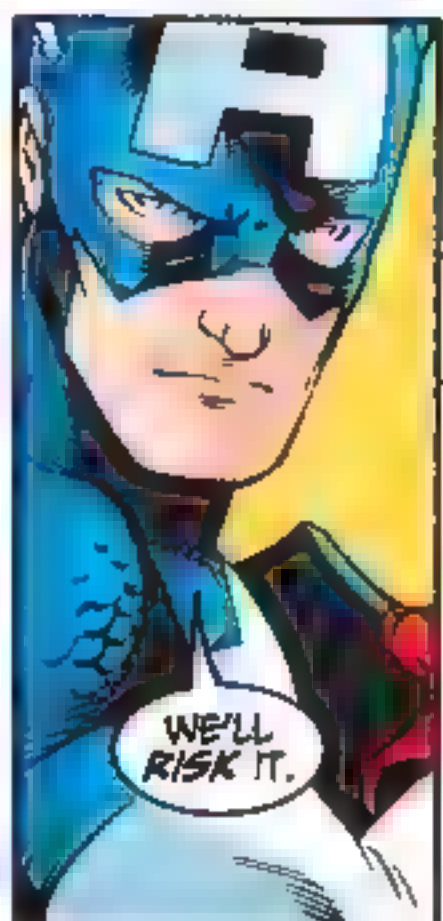
DON'T BE CUTE, ANGEL — ADMIT IT, YOU SAVED THE DAY.

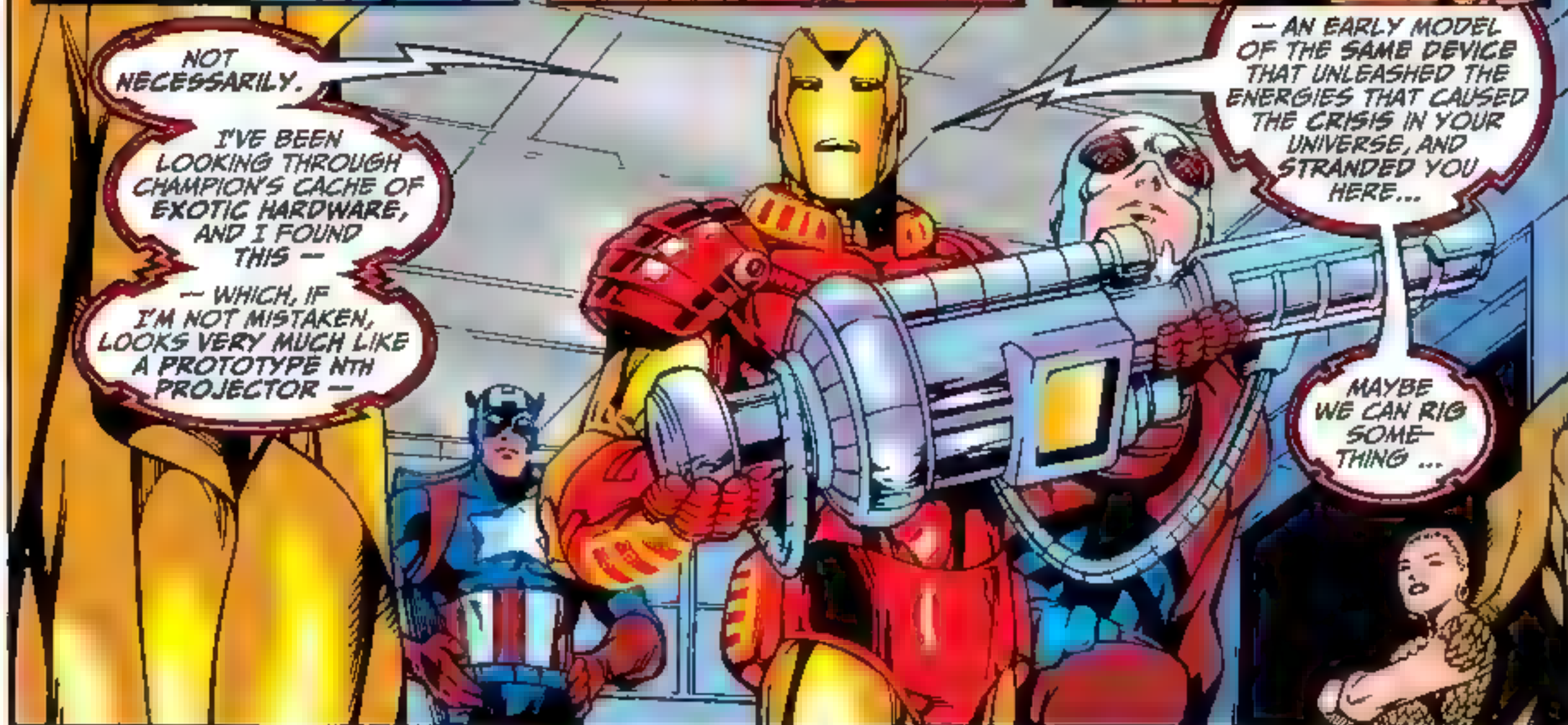
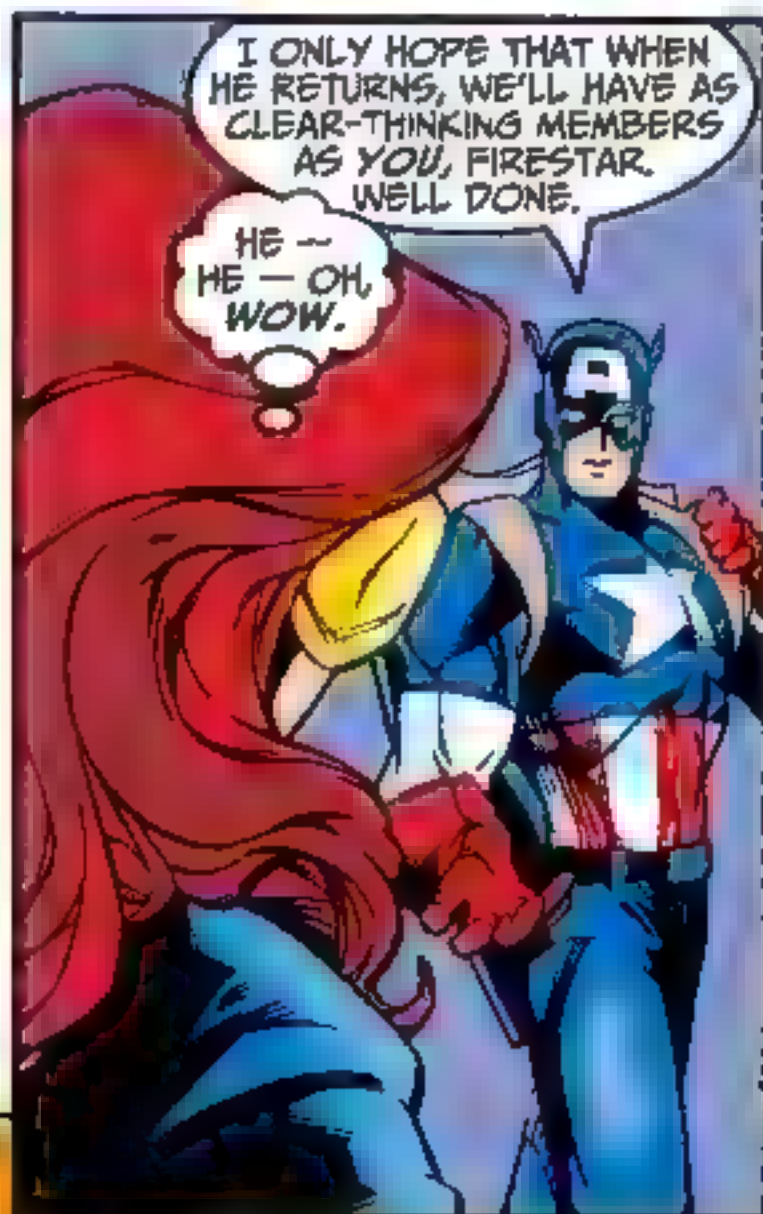
ANTS! GEEZ! WHY DIDN'T I THINK OF THAT?!

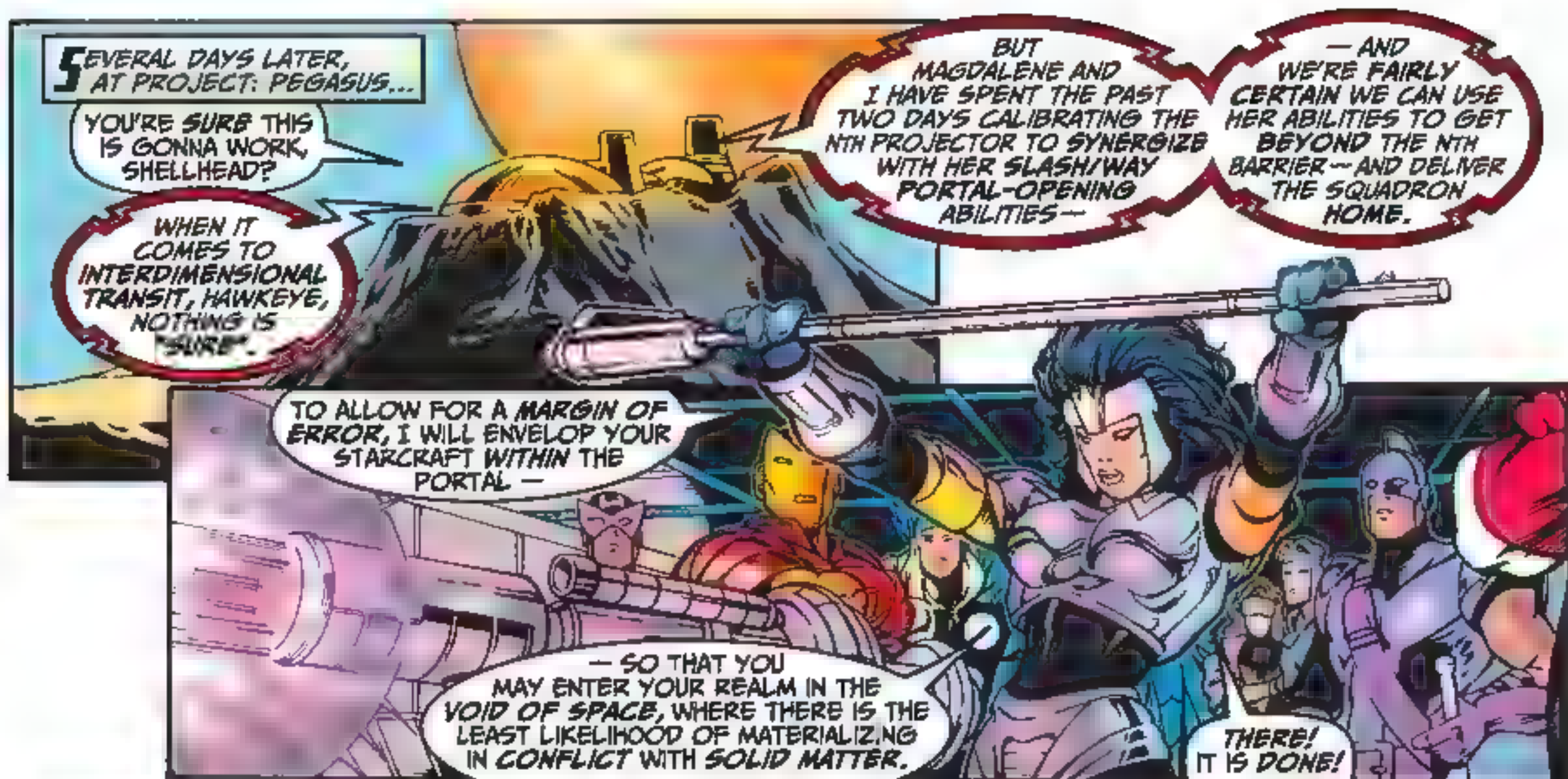
YOU REALIZE THIS WILL PROVE ONLY A MINOR SETBACK FOR ME, DO YOU NOT?

WITH THE LEGION OF ATTORNEYS AT MY COMMAND, I WILL SEE FREEDOM AGAIN WITHIN THE WEEK —

— AND I SHALL SURELY FILE SUIT AGAINST YOU FOR THE BASELESS ACCUSATIONS WHICH LED TO THIS FALSE ARREST... AT THE VERY LEAST.







SEVERAL DAYS LATER,
AT PROJECT: PEGASUS...

YOU'RE SURE THIS
IS GONNA WORK,
SHELLHEAD?

WHEN IT
COMES TO
INTERDIMENSIONAL
TRANSIT, HAWKEYE,
NOTHING IS
"SURE".

BUT
MAGDALENE AND
I HAVE SPENT THE PAST
TWO DAYS CALIBRATING THE
NTH PROJECTOR TO SYNERGIZE
WITH HER SLASH/WAY
PORTAL-OPENING
ABILITIES—

—AND
WE'RE FAIRLY
CERTAIN WE CAN USE
HER ABILITIES TO GET
BEYOND THE NTH
BARRIER—AND DELIVER
THE SQUADRON
HOME.

TO ALLOW FOR A MARGIN OF
ERROR, I WILL ENVELOP YOUR
STARCRAFT WITHIN THE
PORTAL —

— SO THAT YOU
MAY ENTER YOUR REALM IN THE
VOID OF SPACE, WHERE THERE IS THE
LEAST LIKELIHOOD OF MATERIALIZING
IN CONFLICT WITH SOLID MATTER.

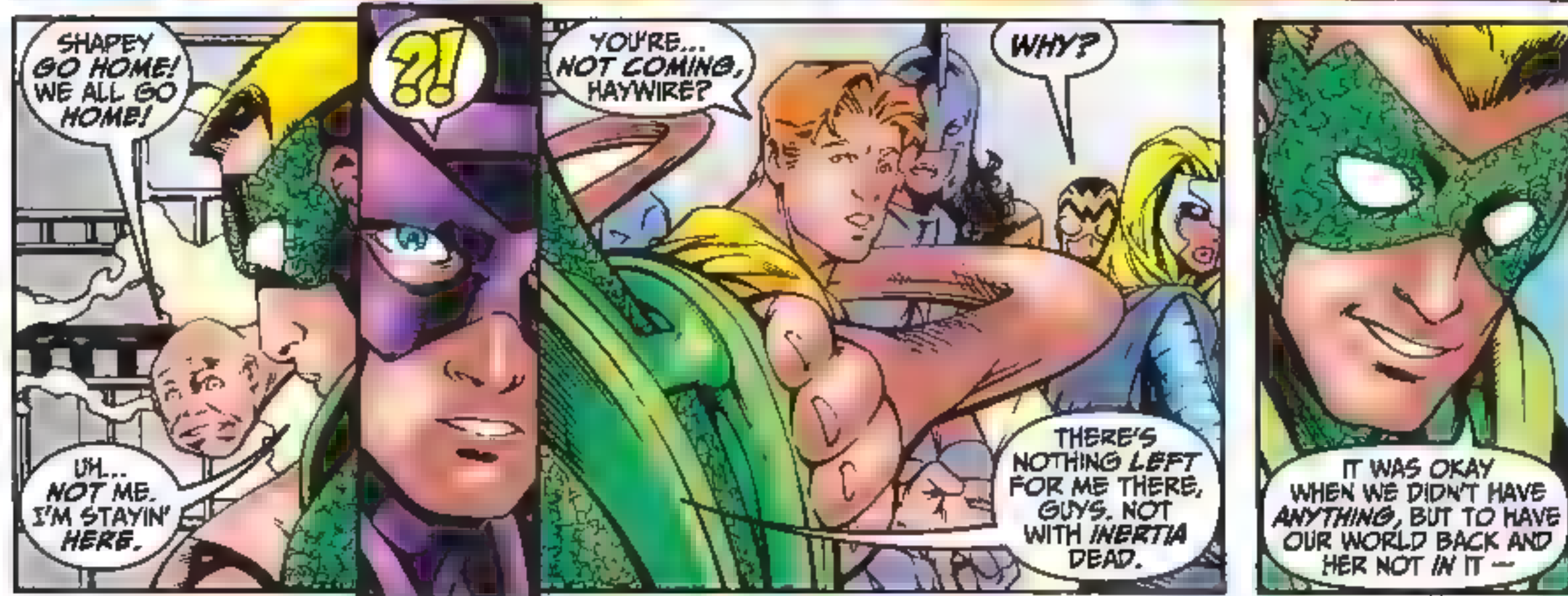
THERE!
IT IS DONE!



THEN I
GUESS THIS
IS GOOD-BYE,
AVENGERS.

I'M GLAD
WE'RE ABLE TO
PART COMPANY
ON BETTER
TERMS THIS
TIME.

THAT
GOES FOR
US AS WELL,
HYPERION.



SHAPEY
GO HOME!
WE ALL GO
HOME!

UH...
NOT ME.
I'M STAYIN'
HERE.

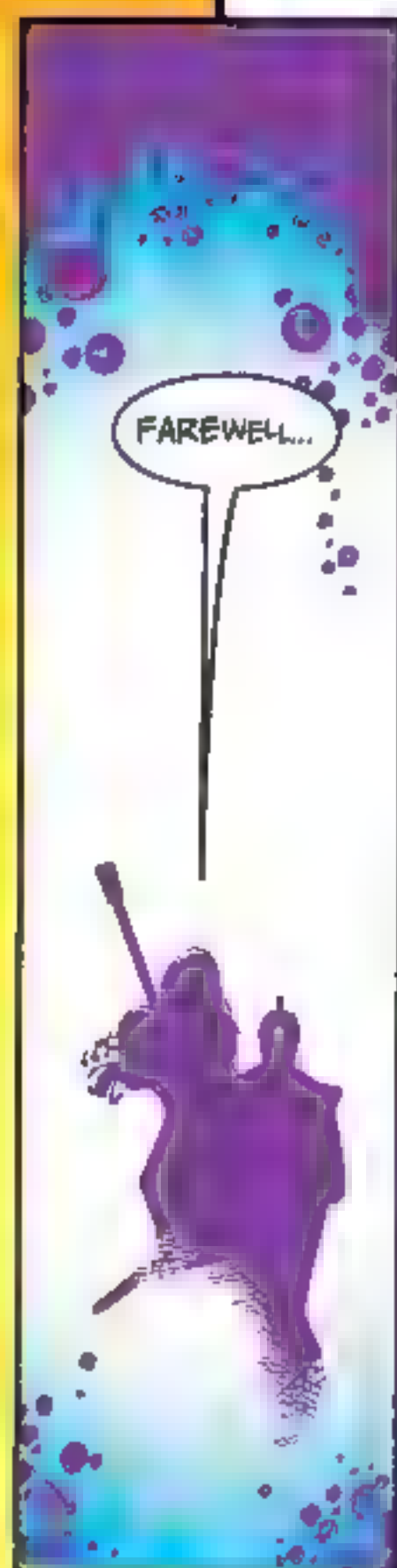
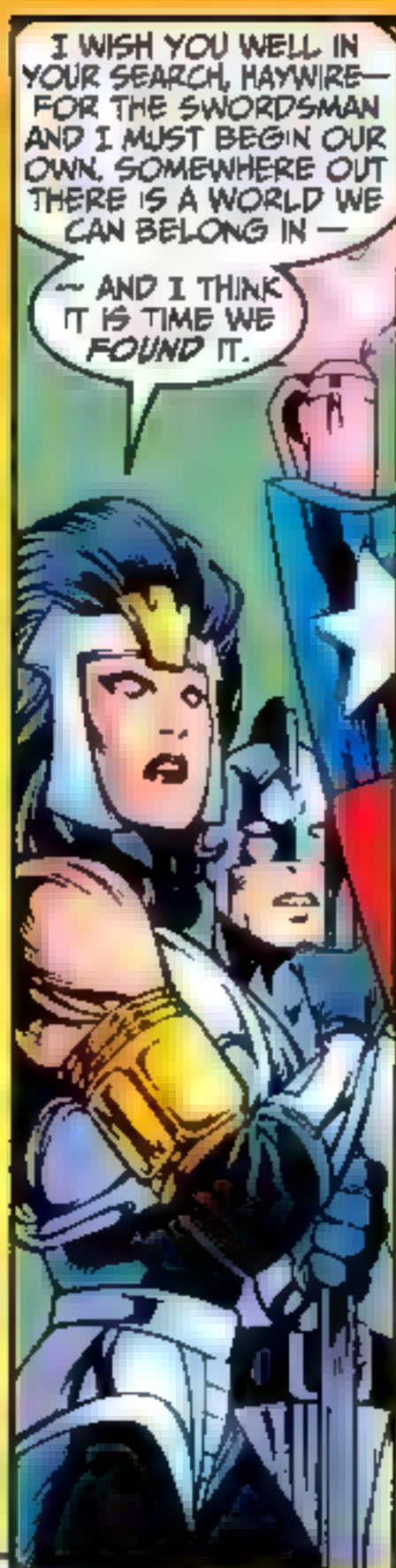
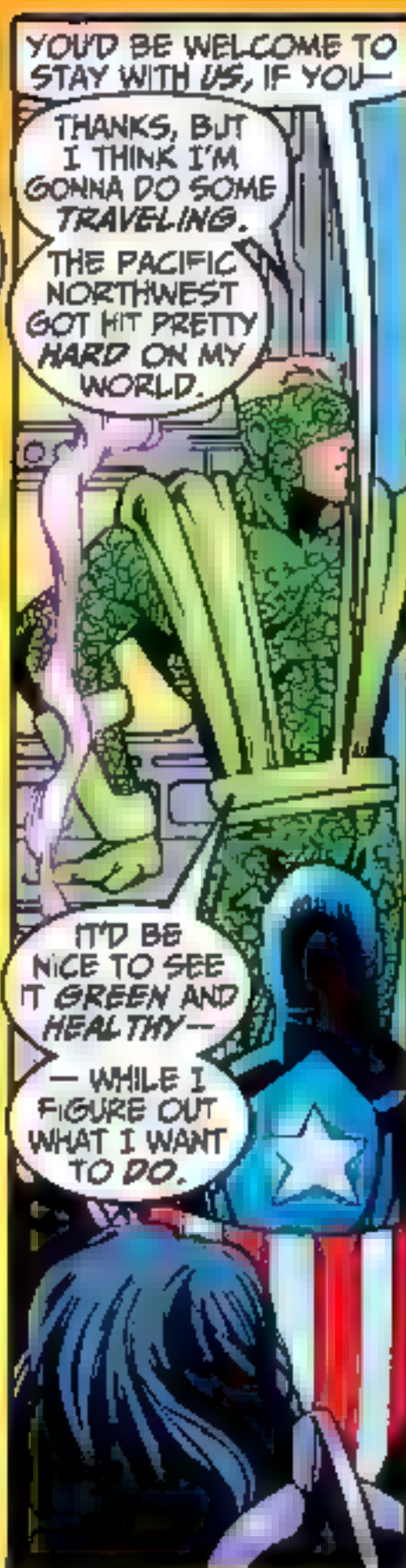
?!

YOU'RE...
NOT COMING,
HAYWIRE?

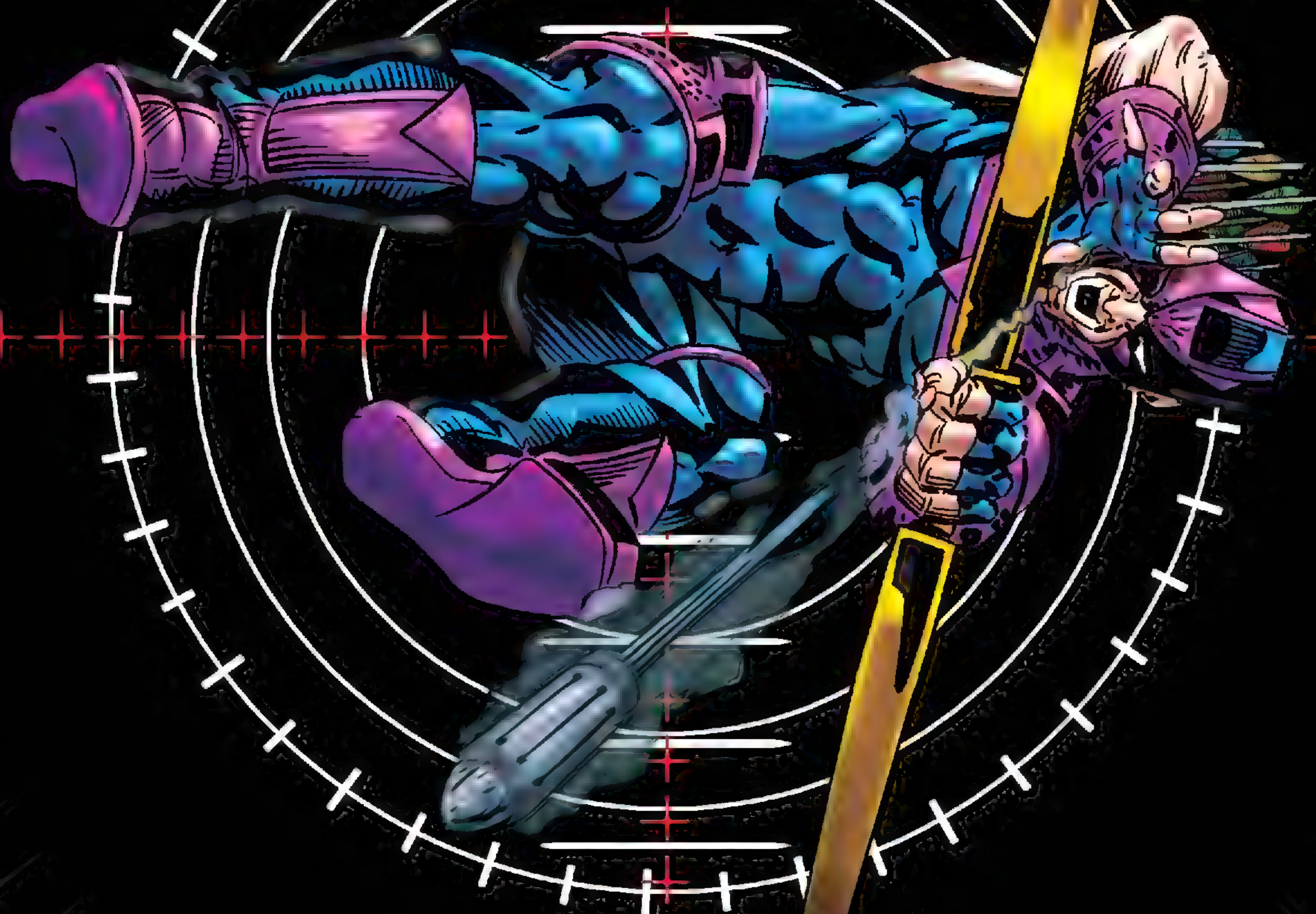
WHY?

THERE'S
NOTHING LEFT
FOR ME THERE,
GUYS. NOT
WITH INERTIA
DEAD.

IT WAS OKAY
WHEN WE DIDN'T HAVE
ANYTHING, BUT TO HAVE
OUR WORLD BACK AND
HER NOT IN IT —



AVENGERS: HAWKEYE



EARTH'S MIGHTIEST
MARKSMAN

BATTERED BY BATROC!

A STAN LEE PRESENTATION.

IF YOU'RE LOOKING FOR ANGST-RIDDEN MELODRAMA OR SAPPY SOAP OPERATICS, CHOOSE ANOTHER COMIC! BUT IF YOU'RE IN THE MOOD FOR THRILLS, CHILLS AND SPILLS IN THE MERRY MARVEL MANNER, GRAB A SEAT AND START READING--!

KEEP ALERT! A DOZEN MORE BOGEYS ARE SWARMING TOWARD US!

THEY'RE MOVING IN FOR THE KILL-- DETERMINED TO PICK US OFF ONE BY ONE!

HE DESPERATELY TRIES TO KEEP HIS VOICE STEADY AND STERN... BUT IT'S FAR FROM EASY!

THOUGH FACING IMPOSSIBLE ODDS AND ALMOST CERTAIN DEFEAT--

TOM DEFALCO
- WRITER
JEFF JOHNSON
- PENCILER
SCOTT KOLINS
- INKER
JIM NOVAK
- LETTERER
JOE ANDREANI
- COLORIST
GLENN GREENBERG
- EDITOR
BOB HARRAS
- EDITOR IN CHIEF

THIS STORY TAKES PLACE SHORTLY BEFORE THE EVENTS OF AVENGERS #7.

-- HAWKEYE IS HAVING THE TIME OF HIS LIFE!

FIRESTAR! YOU'VE MANAGED TO AVOID THOSE BLAST-BALLS UNTIL NOW, BUT THEY'RE FINALLY CLOSING IN!

YOU'D BETTER GO ON THE OFFENSIVE BEFORE THEY SCORE A HIT!

THERE ARE TOO MANY--

WHOA! IF YOU WANT TO BE AN AVENGER, YOUNG LADY... YOU CAN'T BE INTIMIDATED BY MERE NUMBERS!

HE'S RIGHT, ANGEL. WE CAN FIND A WAY TO BEAT THESE THINGS!

THANKS FOR THE PEP TALK, JUSTICE. BUT, AS I WAS ABOUT TO SAY, THERE ARE TOO MANY TO SHOOT INDIVIDUALLY--

--SO I'LL LURE THEM TOGETHER, AND TAKE THEM OUT WITH A SINGLE WIDE-ANGLE BURST OF MICRO-WAVE ENERGY!

I... UHHH... GUESS THAT COULD WORK.

GO FOR IT, THEN... WHILE I COVER YOUR BACK!

JUSTICE, NO! YOU'LL ONLY EXPOSE YOURSELF TO--

ARRGHH!

PITIFUL!

WE'VE ONLY BEEN RUNNING THIS PRACTICE SCENARIO FOR AN HOUR, AND ALREADY WE HAVE A FATALITY.

YOU KIDS REALLY NEED TO POLISH YOUR SKILLS AND HONE YOUR ABILITIES IF YOU EVER EXPECT TO PLAY IN THE BIG LEAGUES.

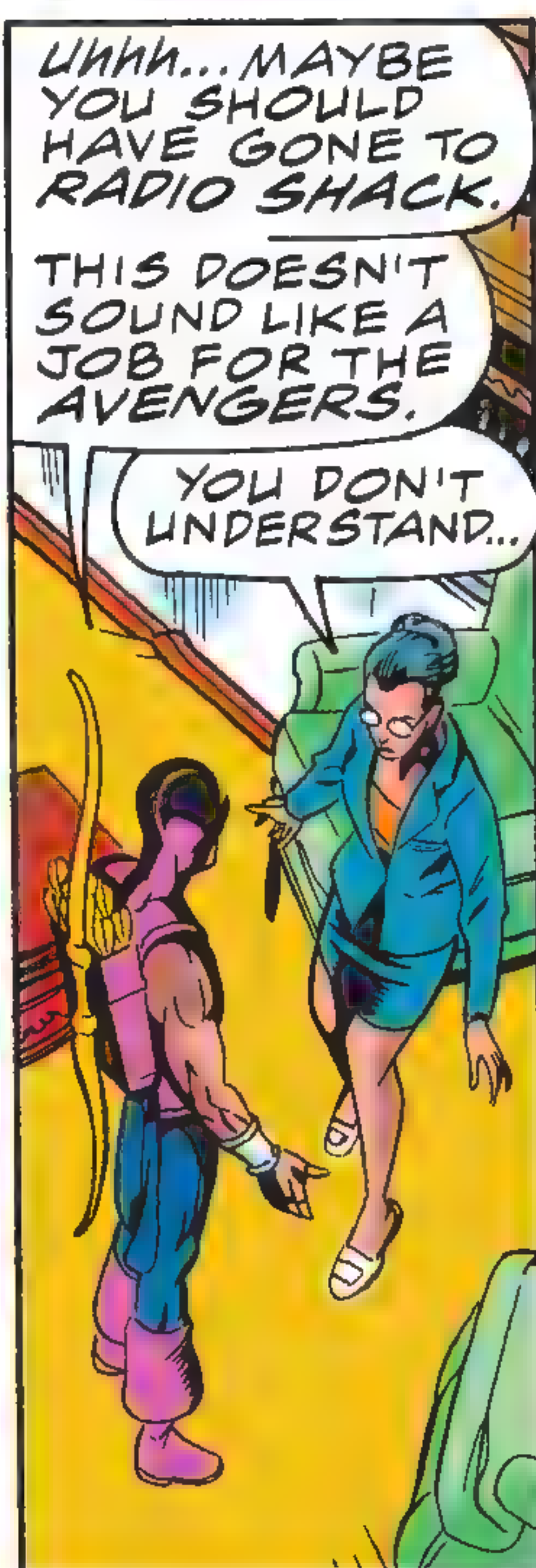
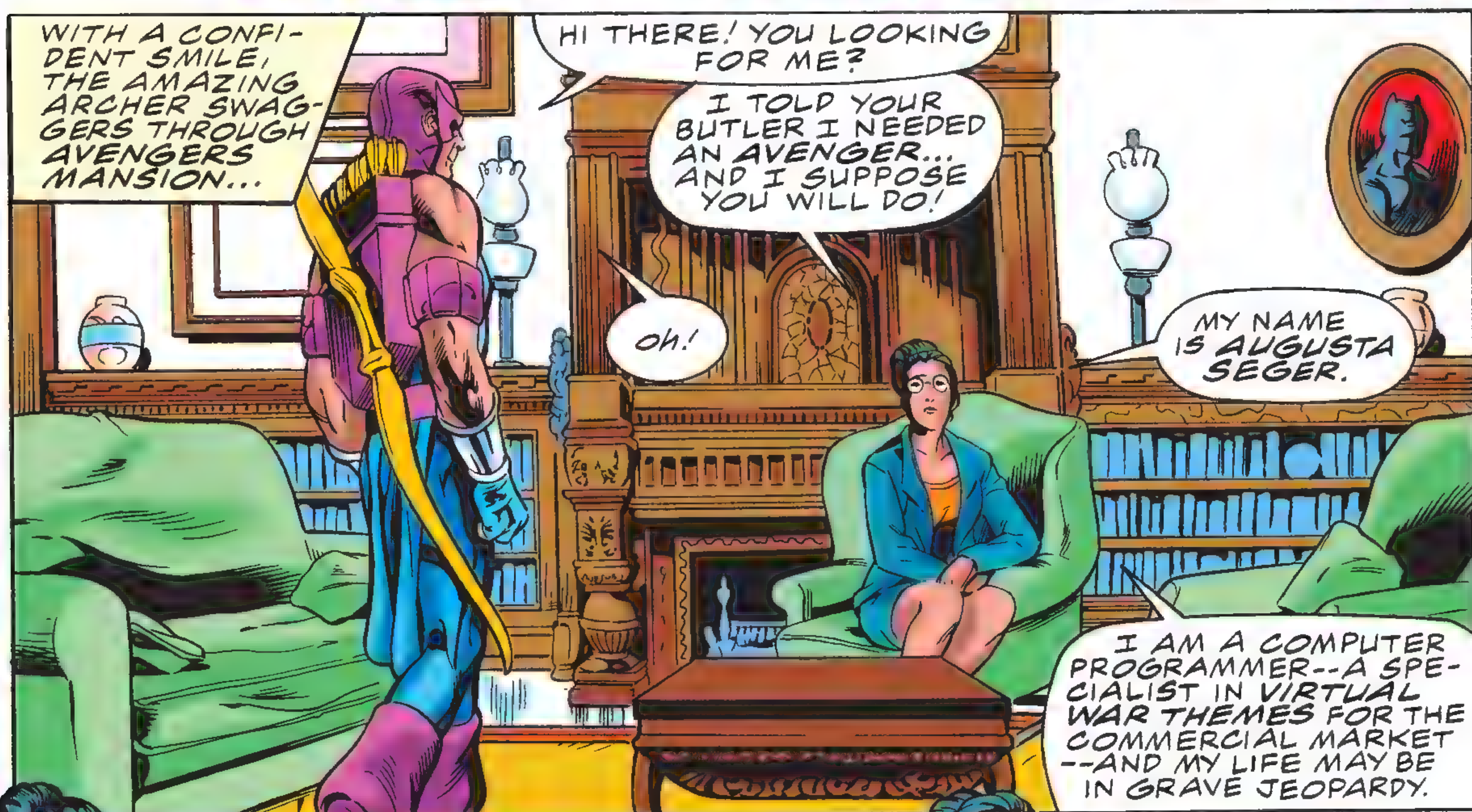
I... I'M SURE WE'LL DO BETTER NEXT TIME.

YEAH... SURE... BUT A REAL BATTLE DOESN'T COME WITH A RESET BUTTON.

WHAT IS HIS PROBLEM?

HE PUT HIMSELF ON THE LINE SO THAT WE COULD BECOME RESERVE AVENGERS*, AND TAKES OUR TRAINING VERY SERIOUSLY.

*AS SHOWN IN AVENGERS #4 --GLENN



THOUGH STILL SOMEWHAT SKEPTICAL, THE MAGNIFICENT MARKSMAN EVENTUALLY AGREES TO ESCORT AUGUSTA SEGER TO HER PLACE OF BUSINESS...

THIS IS WHERE YOU WORK?!

IT SUITS MY NEEDS.

I'M A VERY PRIVATE PERSON.

WHY DIDN'T YOU JUST BRING THE STUPID THINGAWHATSIS WITH YOU?

I WAS AFRAID I MIGHT BE FOLLOWED, AND BELIEVED IT SAFER HERE.

MY OFFICE IS ON THE FAR SIDE OF THE-- WAIT!

DID YOU HEAR SOMETHING?

ANY CHANCE YOU OWN A CAT?

SORRY--I'M NOT A PET PERSON.

WHY ISN'T THAT SURPRISING?

YOU STAY HERE WHILE I GIVE THE PLACE A QUICK LOOK-SEE!

RELAX! I'M SURE IT'S NOTHING!

BATROC THE LEAPER IS MANY THINGS, MON AMI!

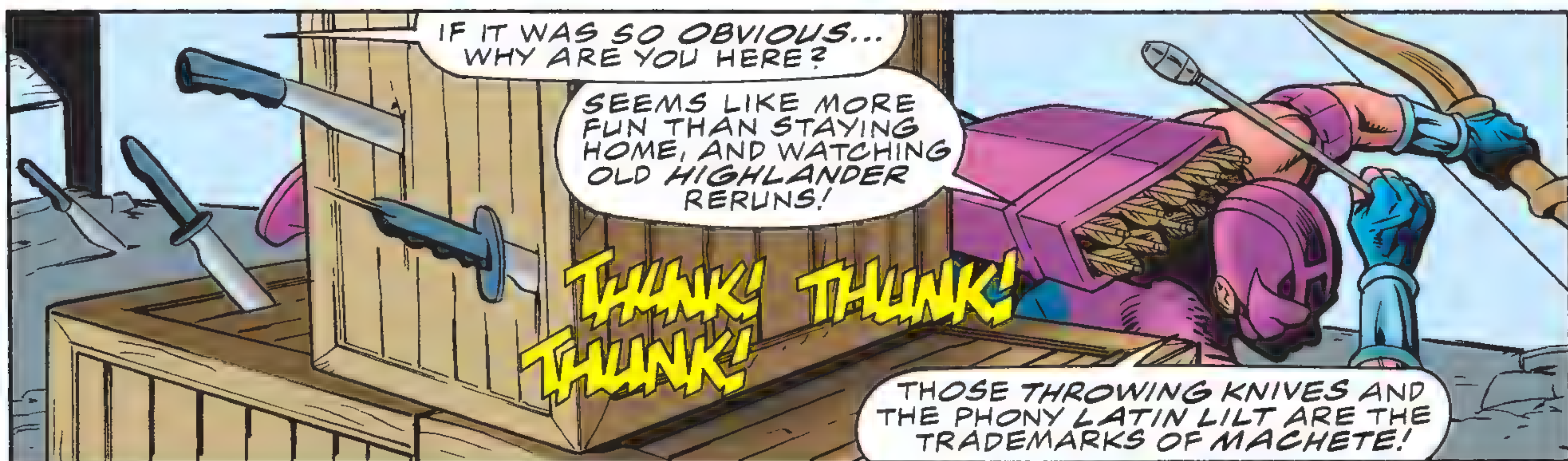
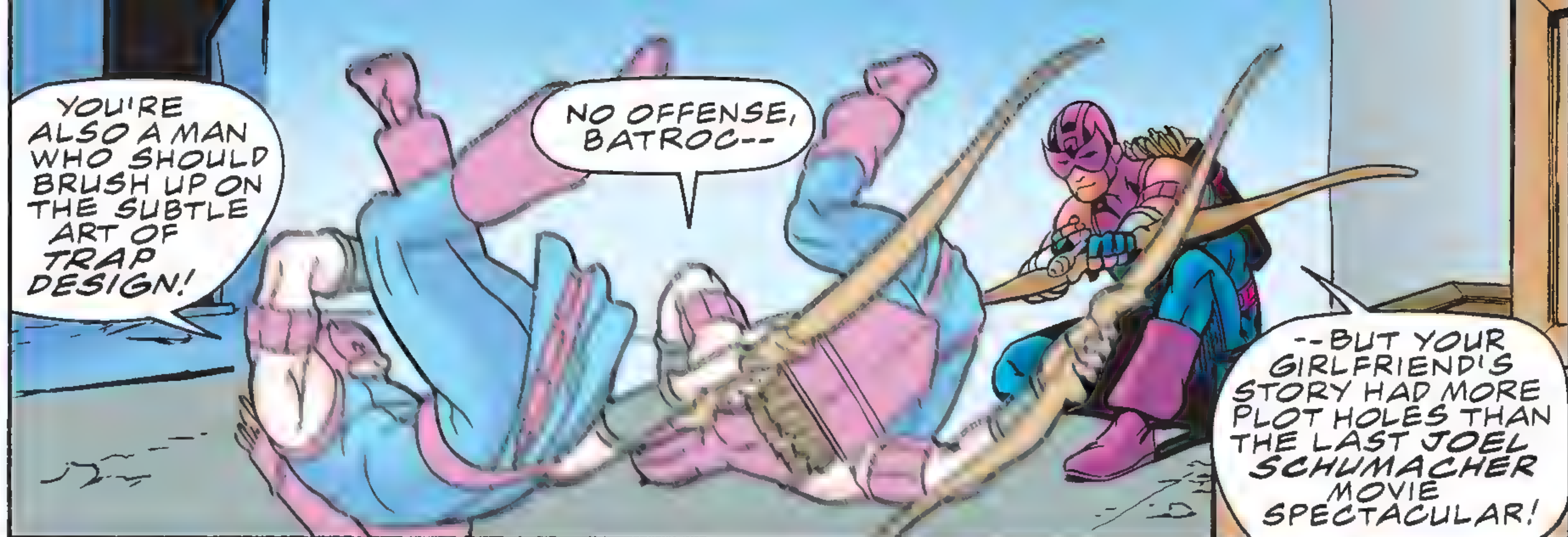
A MASTER OF LA SAVATE!

WHORP!

A HIGHLY PAID MERCENARY!

AN EXCEPTIONALLY HANDSOME BON VIVANT!

BUT NEVAIRE HAVE I BEEN CALLED NOTHING!





YOUR ANNOYING
GIMMICK
ARROWS MAY
PROVE TROUBLE-
SOME TO MY
ASSOCIATES--

THWAKK!

:UGNN:



--BUT
THEY ARE NO
MATCH FOR
ZARAN, THE
WEAPONS
MASTER!

ANNOYING?

MY ARROWS?!

YOU THINK IT'S EASY
TO ENGINEER CUSTOM-
MADE ARROWHEADS?!

IT TOOK MONTHS TO
DESIGN AN AERODY-
NAMIC BOXING
GLOVE ARROW--

--AND YOU
WOULDN'T BELIEVE
THE LAUGHS
I'VE HAD
WITH IT!

WE SHALL
SEE IF YOU
ARE STILL
CAPABLE OF
LAUGHTER
AFTER I--
BATROC,
NO!

ZARAN, YOU
BOISTEROUS
FOOL!

IF ONLY
YOU HAD KEPT
SILENT--!



WHOOOM!

:UFFT:

HEY! DON'T DIS
THE MAN ON MY
ACCOUNT!

SINCE THE CONVER-
SATION HAS HIT A
LAG, I HOPE YOU
WON'T MIND IF I
REVISIT THE SUB-
JECT OF THAT
COMPUTER
VIRUS!

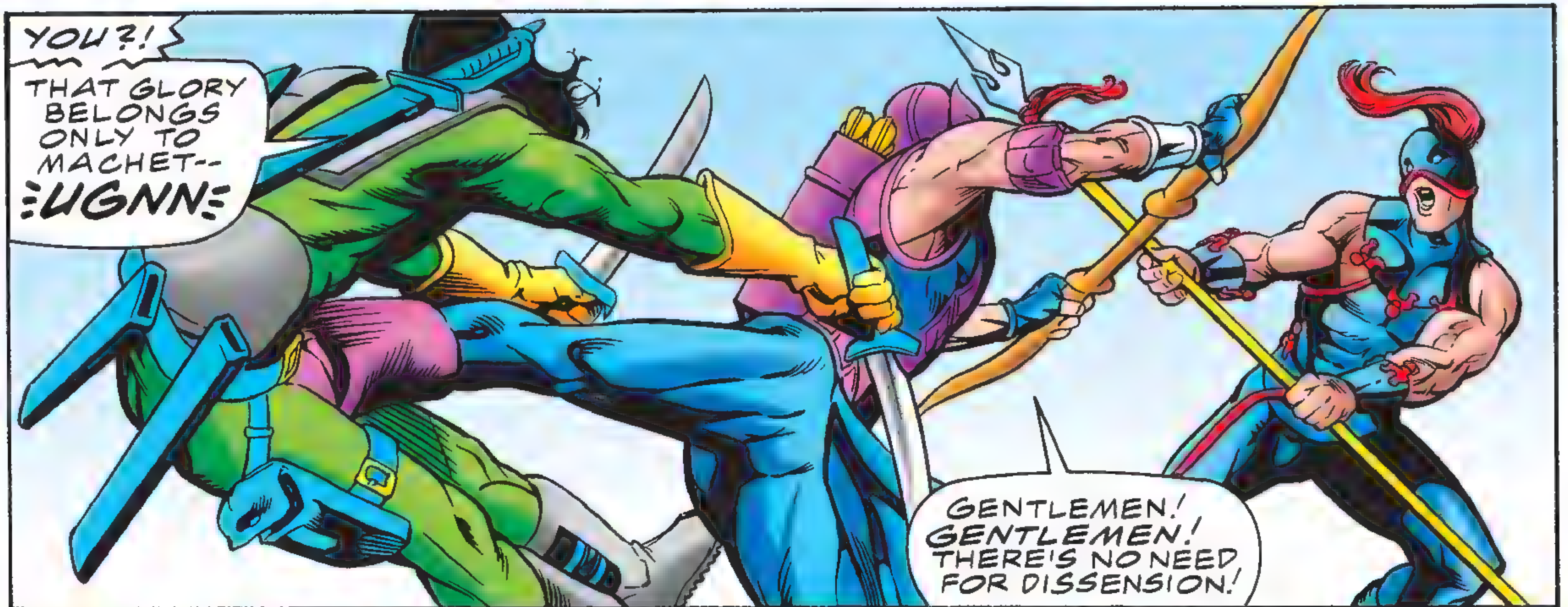
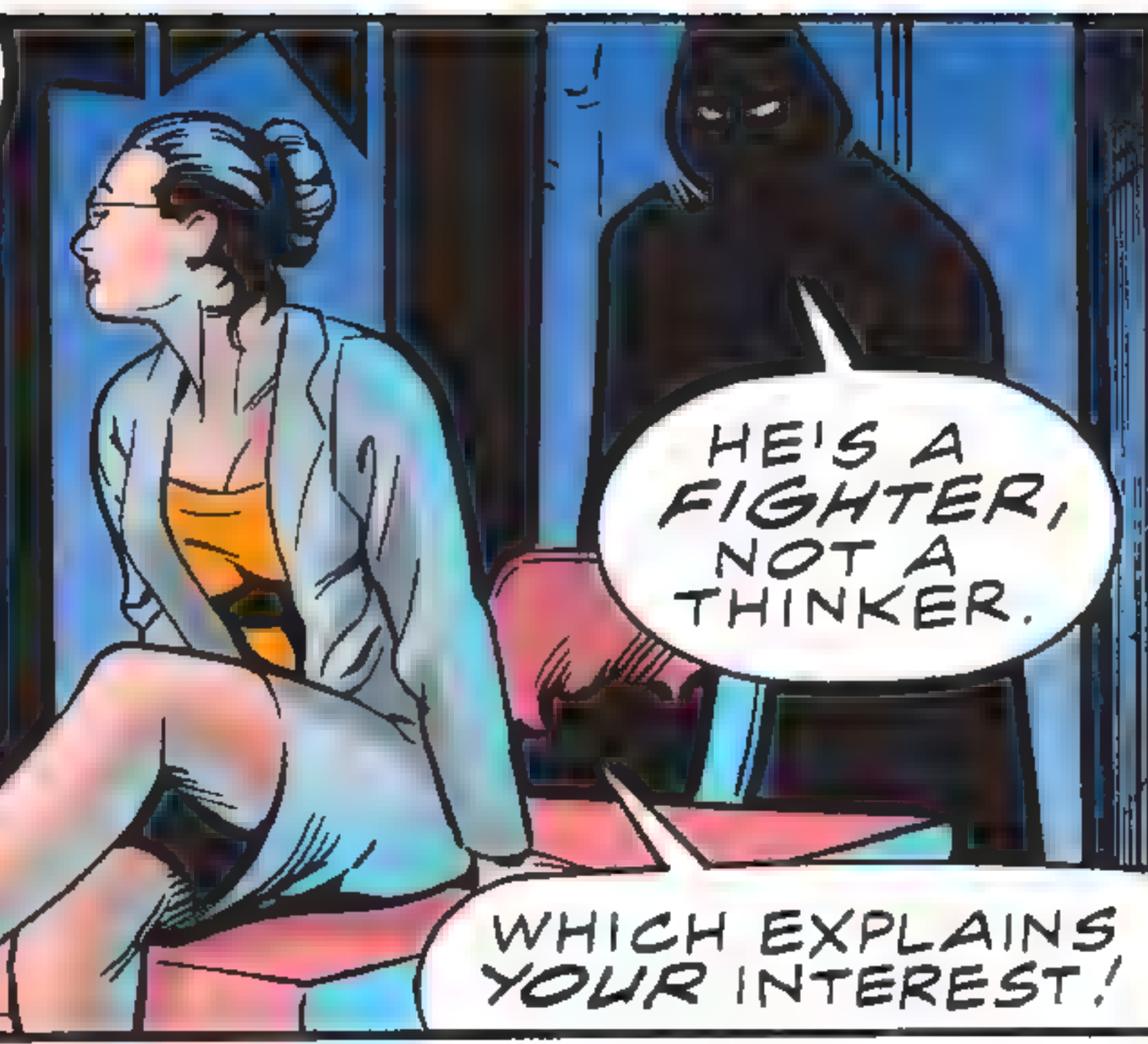
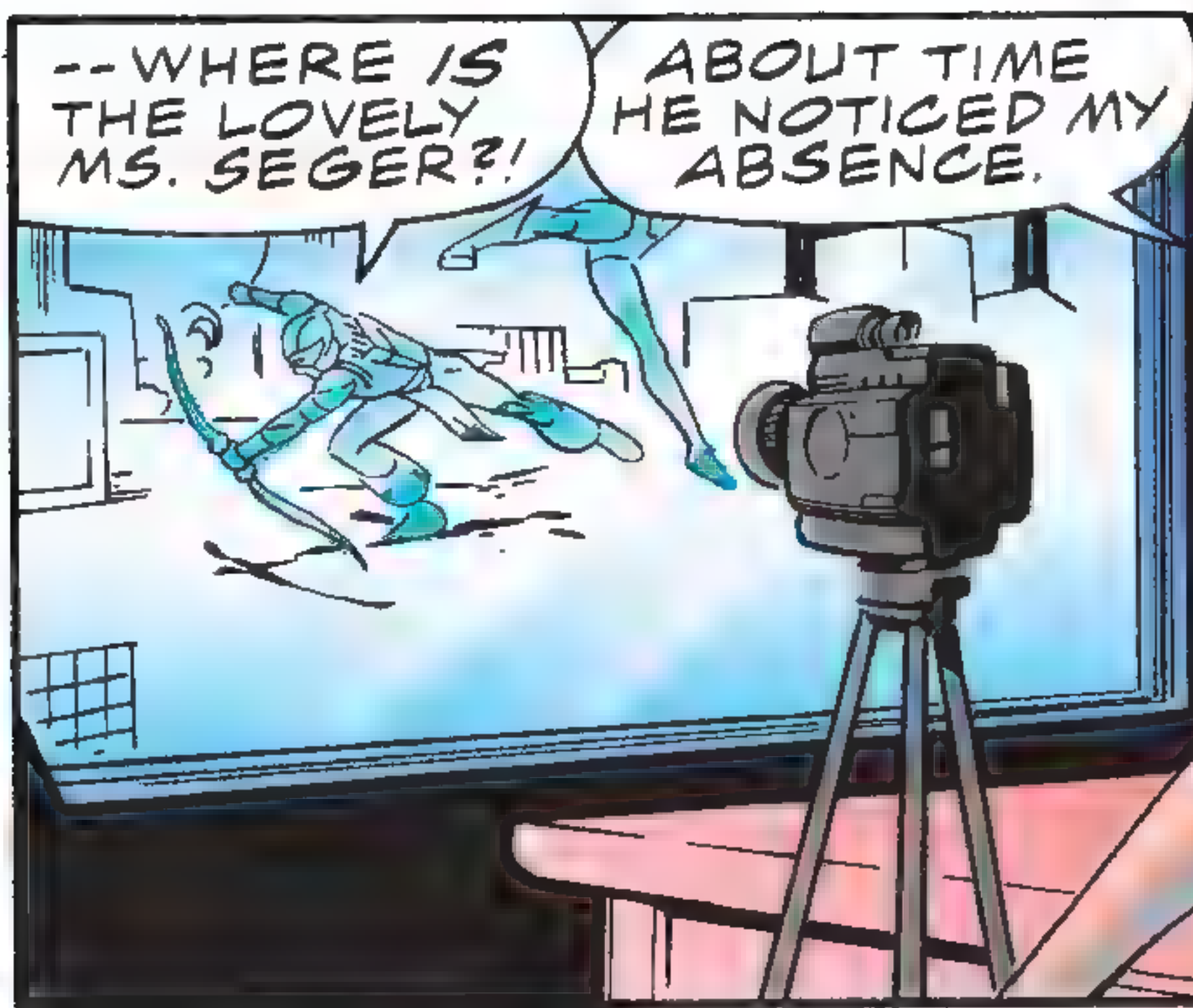
HA! ZERE
NEVAIRE WAS
A VIRUS!

IT WAS MERELY
A PLOY TO
BRING YOU
HERE--SO THAT
WE COULD
HUMILIATE
YOU--LIKE ZE
WOMAN
HIRED US
TO DO!



CAREFUL, BATROC! I
MAY SMELL A REFUND
IN THE AIR!

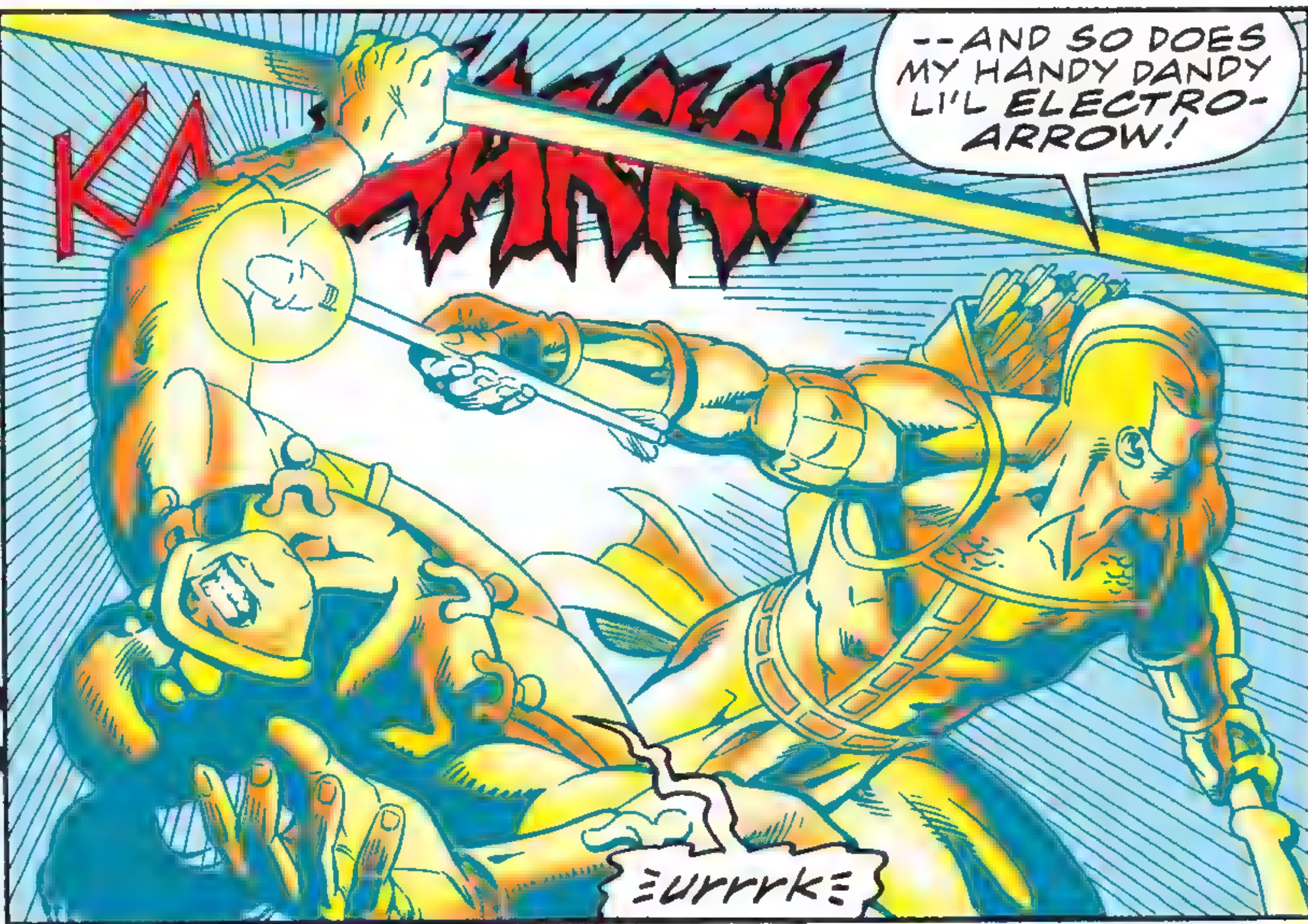
SPEAKING OF YOUR
EMPLOYER--





YOU
ACT AS
IF YOU
HAVE A
CHOICE!

I
BELIEVE
I DO--



--AND SO DOES
MY HANDY DANDY
LI'L ELECTRO-
ARROW!

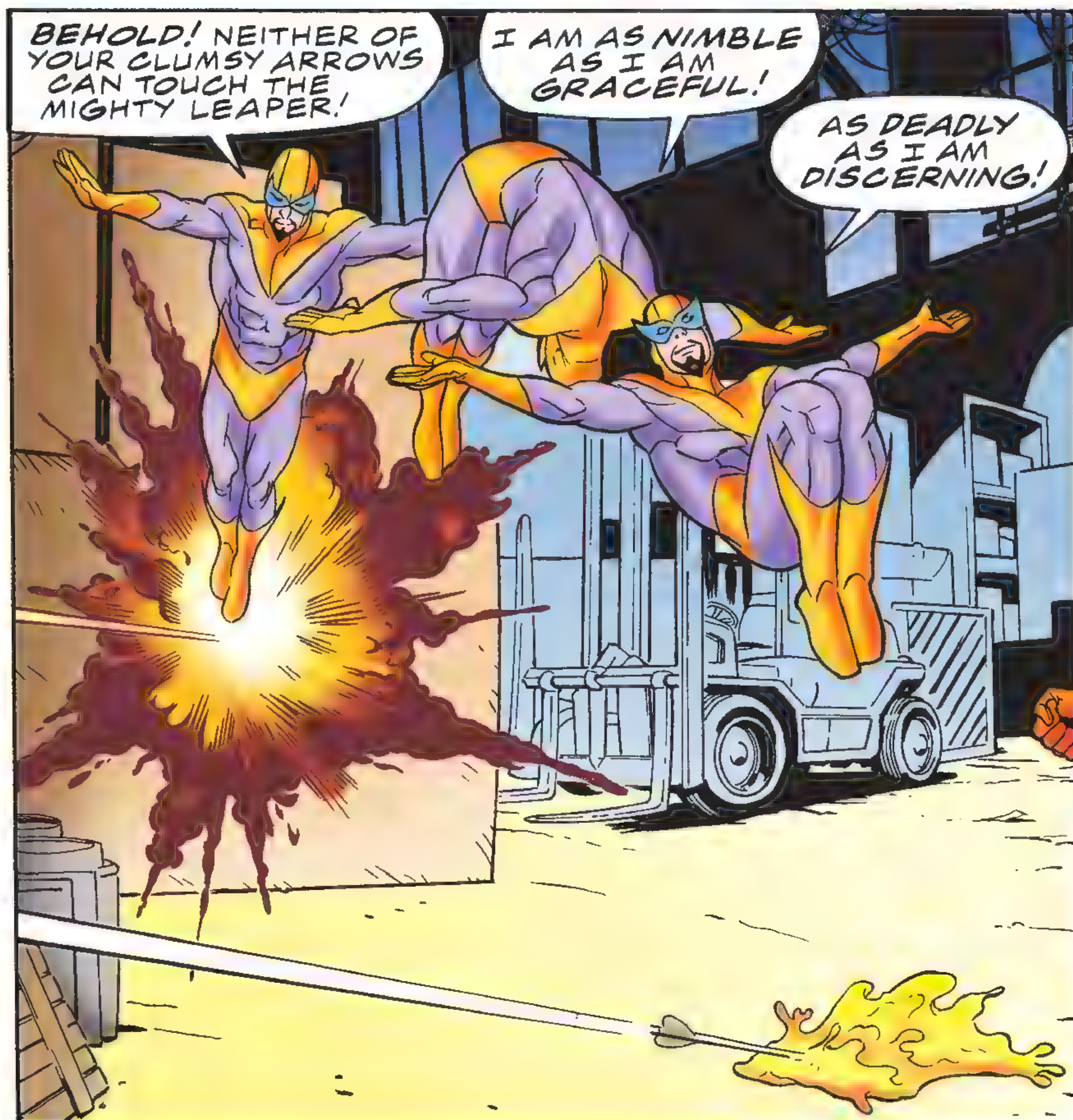
SHRYYK!



LOOKS LIKE
YOUR BUDS
HAVE GONE
BEDDIE-
BYE!

WHAT YOU SAY IS TRUE...BUT NOW
YOU FACE THE CELEBRATED
BATROC...AND NOT HIS
SUBORDINATE BUFFOONS!

BE STILL MY
BEATING HEART--!



BEHOLD! NEITHER OF
YOUR CLUMSY ARROWS
CAN TOUCH THE
MIGHTY LEAPER!

I AM AS NIMBLE
AS I AM
GRACEFUL!

AS DEADLY
AS I AM
DISCERNING!



NONE CAN
DEFEAT ME
FOR I AM THE
EVER-
BRAZEN--

PLOPP!

AVENGERS MANSION...

A MYSTERIOUS WOMAN
HIRES PROFESSIONAL THUGS
TO REDESIGN YOUR FACE?

MUST HAPPEN FAIRLY
OFTEN TO A CHARMING
FELLOW LIKE YOU!

VERY FUNNY, FIRESTAR!

ASSUMING SHE'S AN OLD
ADVERSARY WITH AN AX TO
GRIND, I CAPTURED THIS
DIGITAL IMAGE FROM OUR
SECURITY TAPES--

--AND
DOWNLOADED
IT INTO THE
COMPUTER TO
COMPARE HER
AGAINST OUR
DATABASE
OF FEMALE
SUPER-
VILLAINS!

ANY LUCK,
HAWKEYE?

**ASSAULTED BY
ODDBALL!!**

TOM DEFALCO-- WRITER

DAVE ROSS-- PENCILER

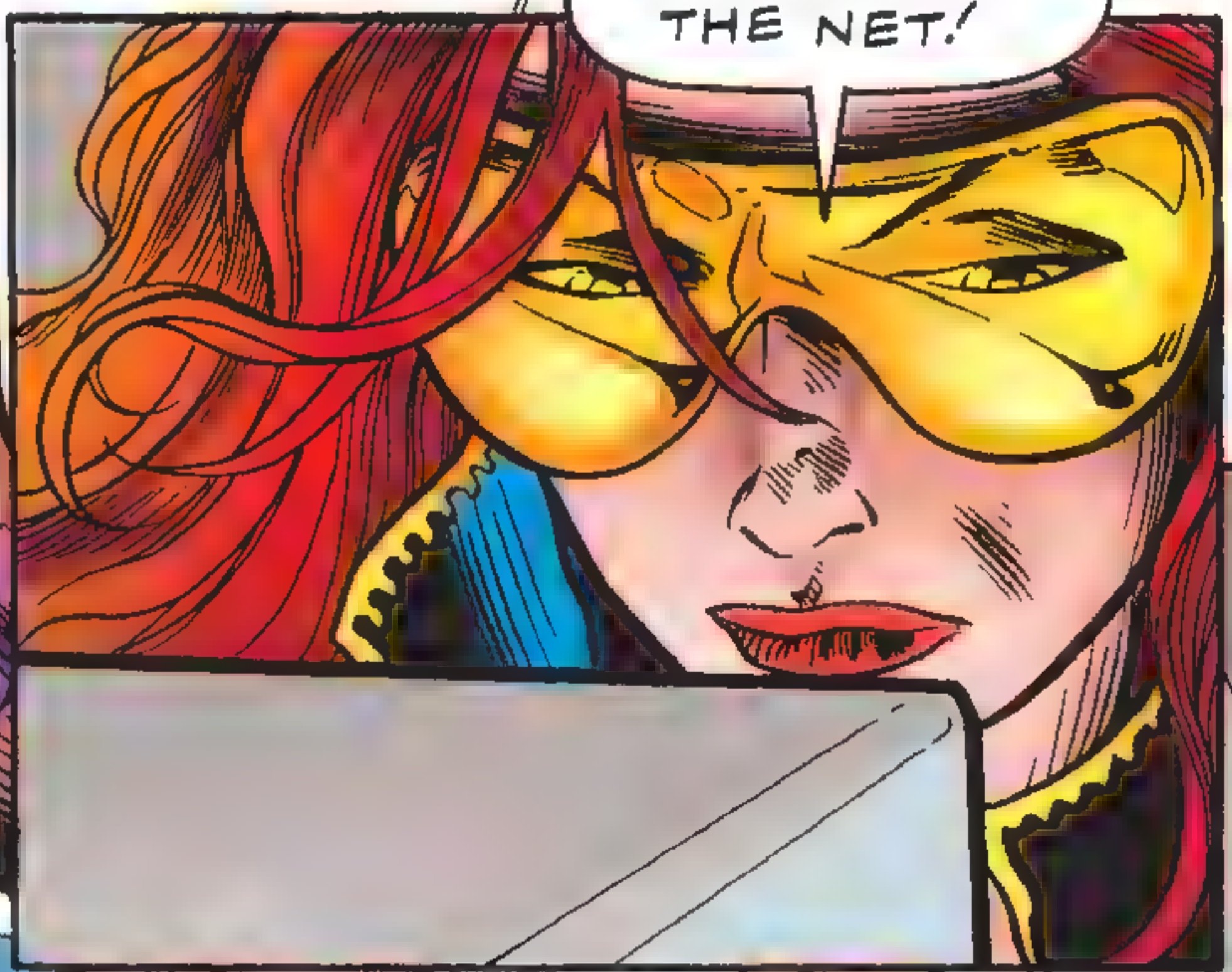
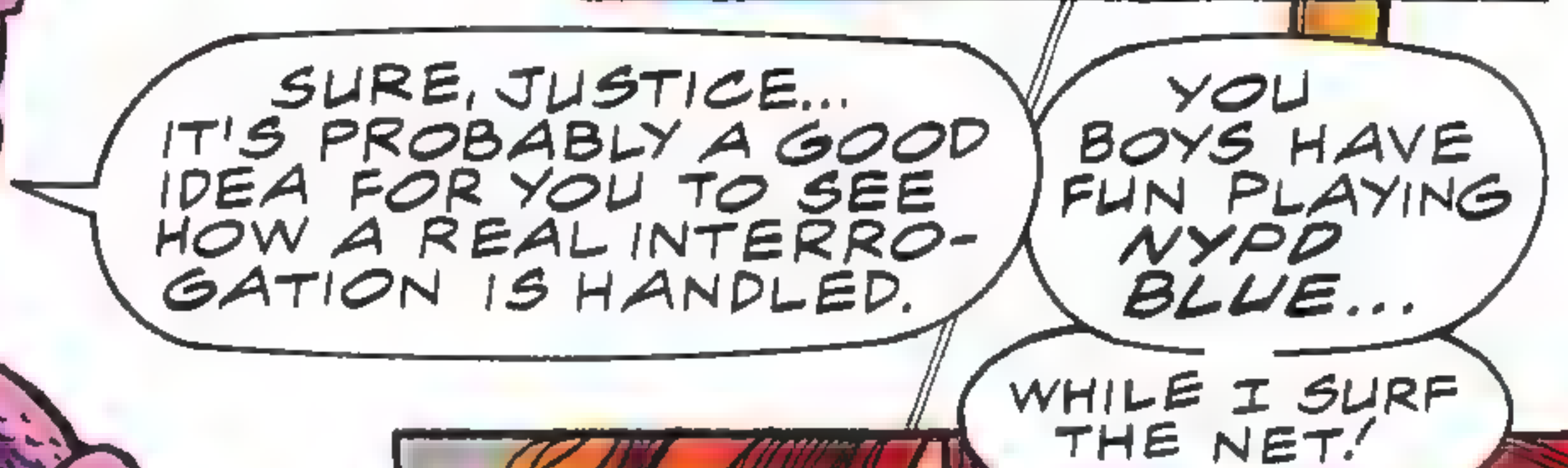
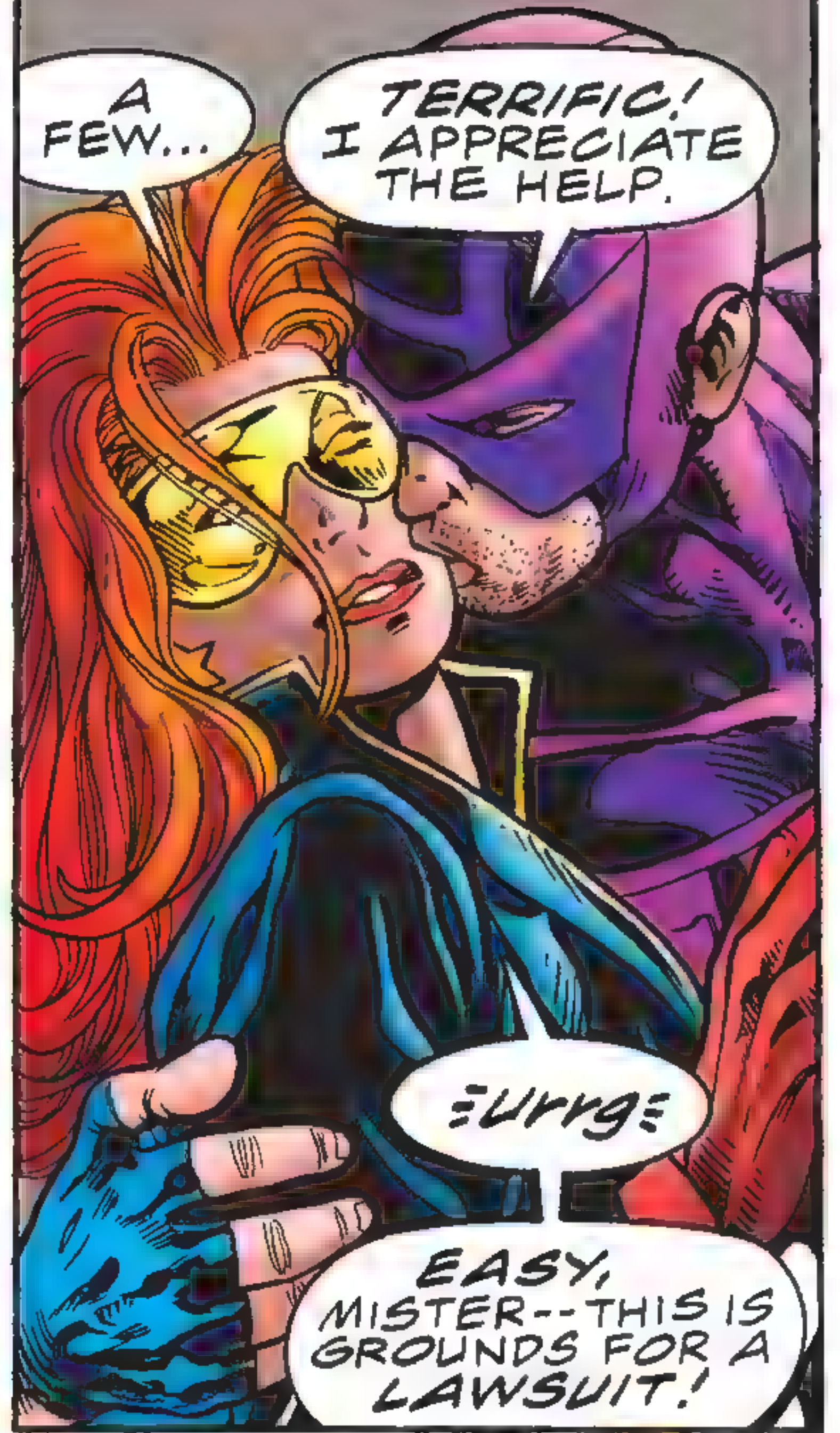
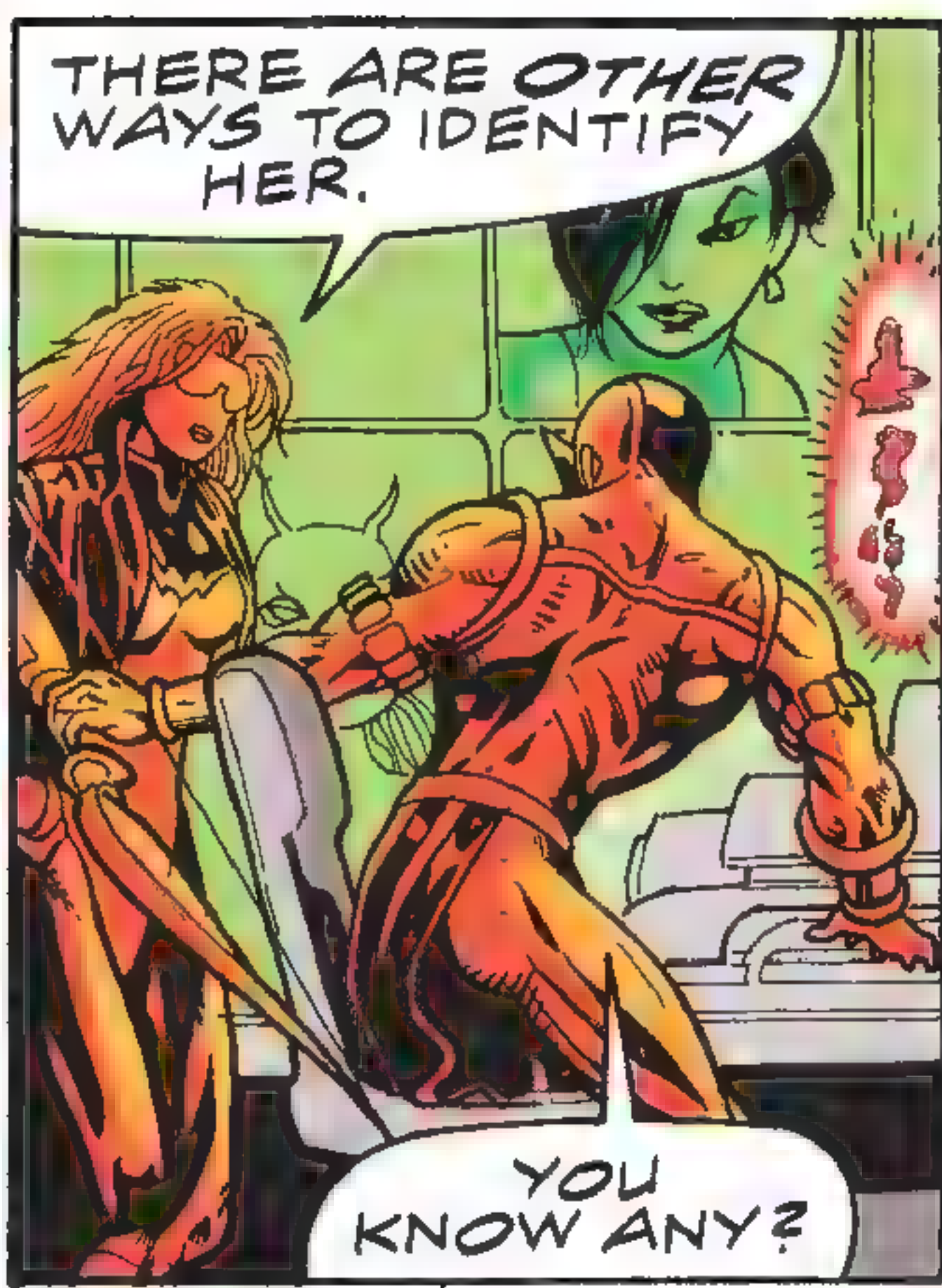
TOM WEGRZYN-- INKER

JIM NOVAK-- LETTERER

JOE ANDREANI-- COLORIST

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BOB HARRAS-- EDITOR IN CHIEF



EVEN AS HAWKEYE AND JUSTICE EXIT AVENGERS MANSION, AT THAT VERY MOMENT...



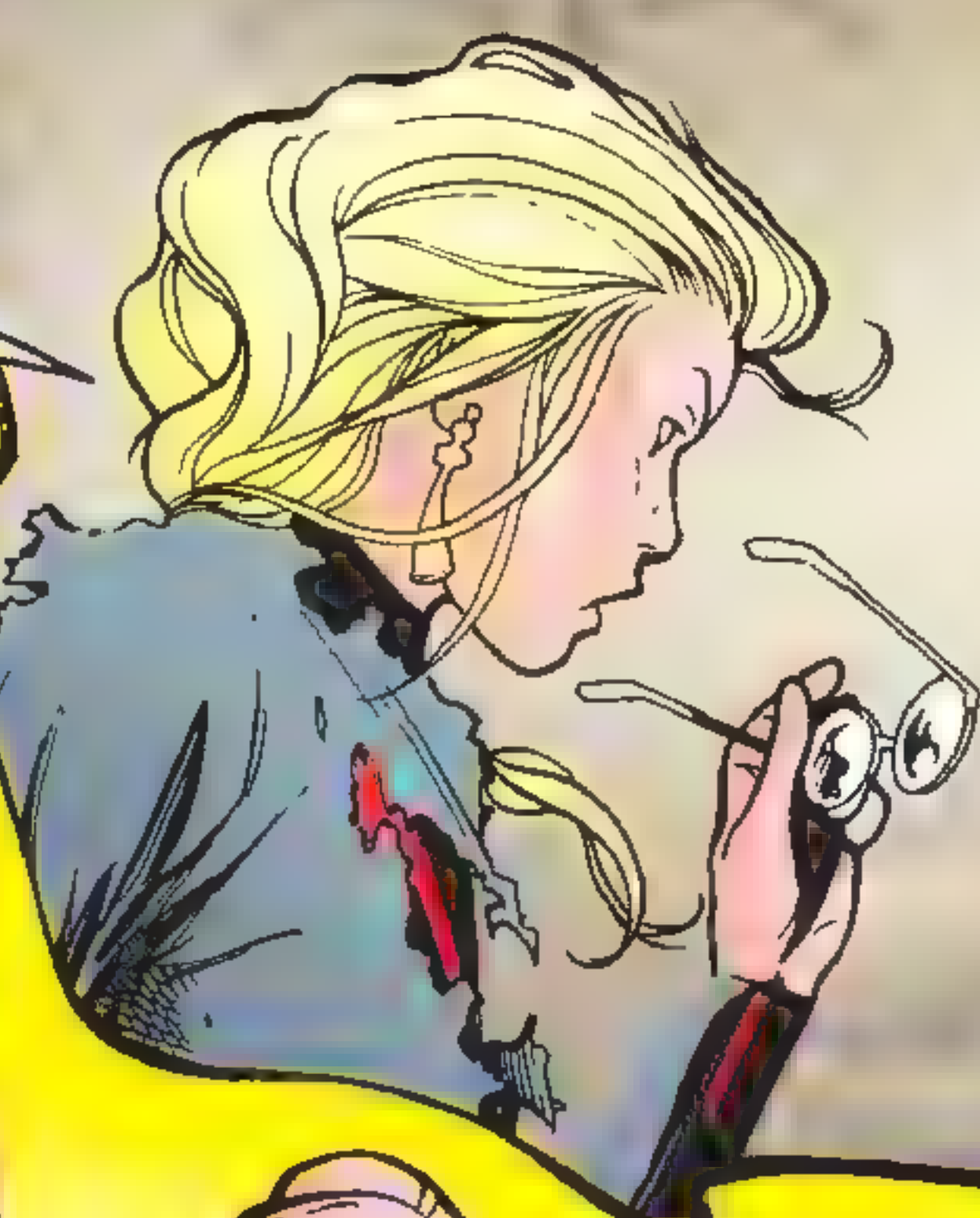


--OTHERWISE
I'VE GONE TO A LOT OF
TROUBLE FOR NOTHING!



THE AREA IS SECURE,
GENTLEMEN.

YOU MAY NOW
REMOVE YOUR GAS
MASKS--AND CLEAR
THE FLOOR OF
UNCONSCIOUS
BODIES.



YOU SURE WE HAVE
ENOUGH TIME TO COMPLETE
OUR MISSION BEFORE THESE
COPS WAKE UP?



ABSOLUTELY!
NOW, TAKE ME TO
BATROC--!

AHHHHH, MA'MSELLE ALBINO--!
EVERYTHING APPEARS TO BE GOING
ACCORDING TO ZE PLAN.

OF COURSE!

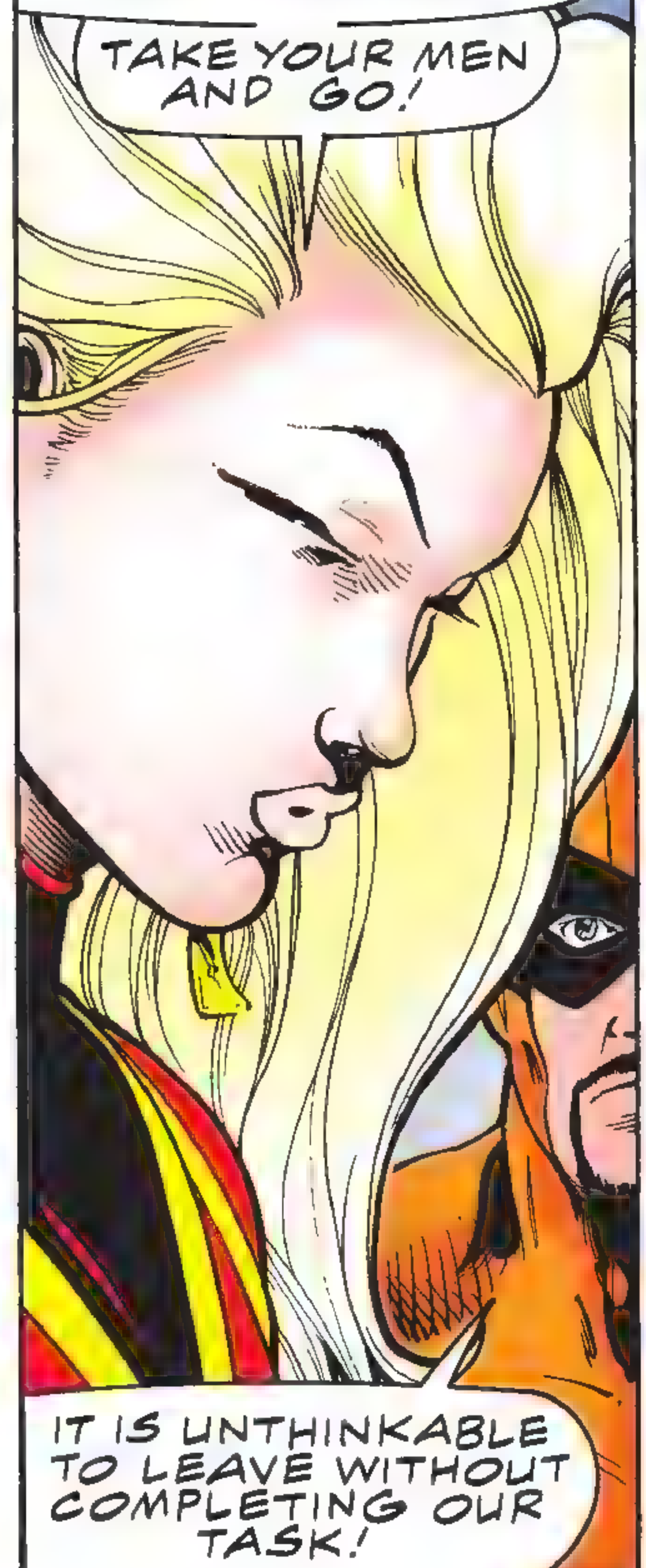
AND YOU CAN
DROP THE
MA'MSELLE.
I PREFER TO
BE KNOWN
ONLY AS THE
ALBINO!



WHATEVER YOU WISH,
MA PETITE... SO LONG
AS I AM GRANTED
ANOTHER OPPORTUNITY
AT HAWKEYE!

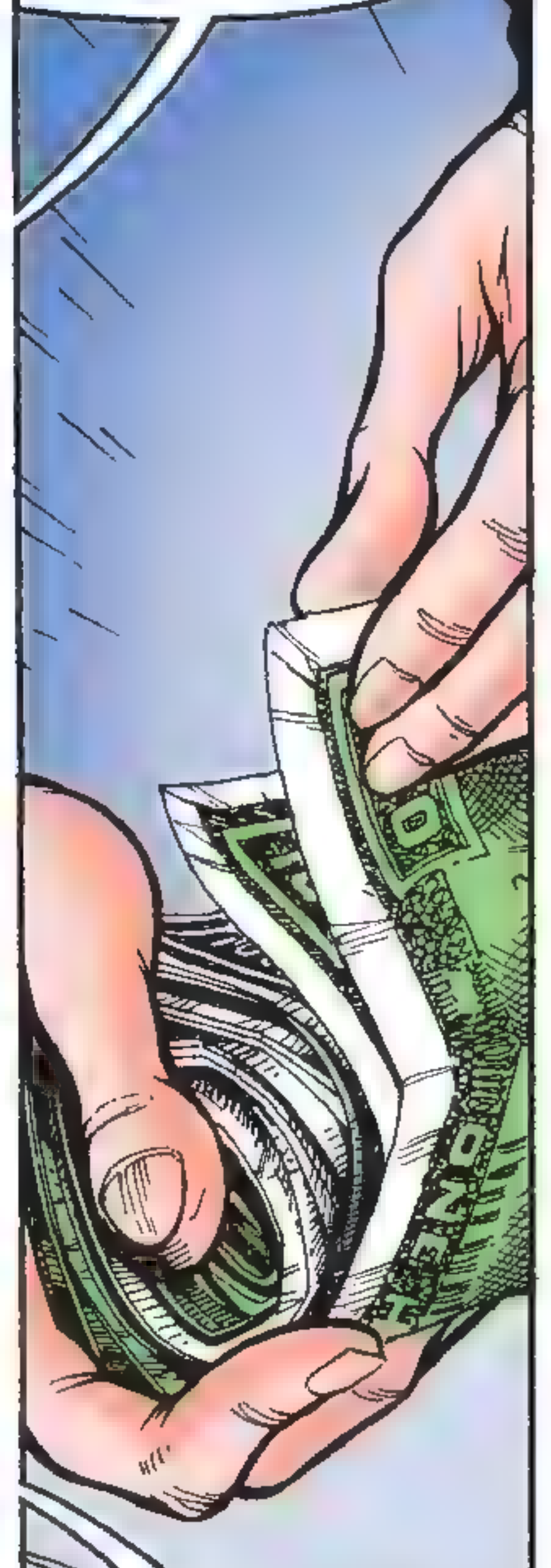
THAT ISN'T IN THE
CARDS, BATROC, YOUR
PART IS DONE.

TAKE YOUR MEN
AND GO!



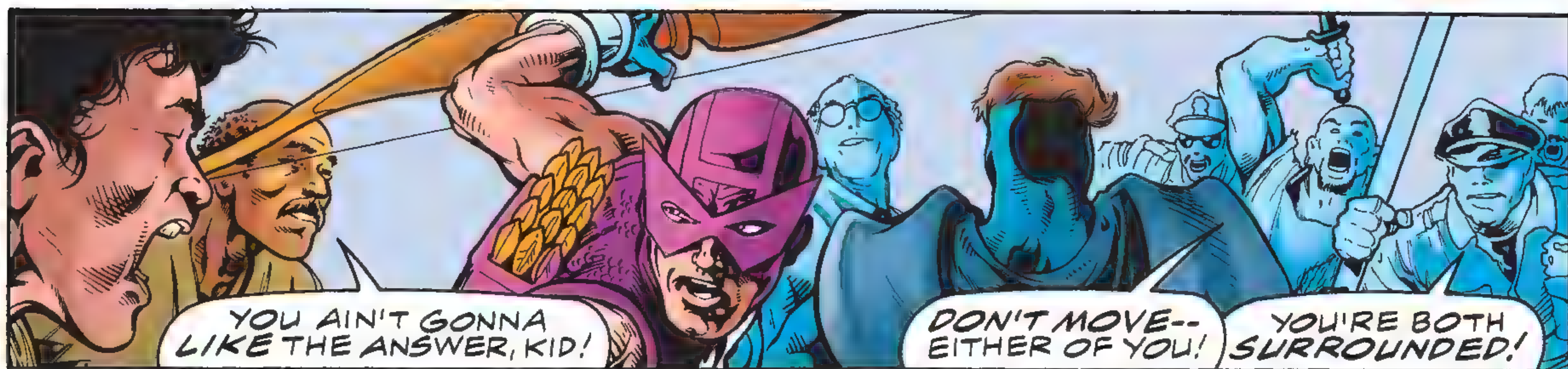
IT IS UNTHINKABLE
TO LEAVE WITHOUT
COMPLETING OUR
TASK!

I UNDER-
STAND YOUR
NEED FOR
REVENGE.



BUT I
BELIEVE A
SUITABLE
BONUS WILL
SOOTHE ANY
RUFFLED
FEELINGS.





YOU AIN'T GONNA LIKE THE ANSWER, KID!

DON'T MOVE-- EITHER OF YOU!

YOU'RE BOTH SURROUNDED!



Y-YOU SET US UP!

YA THINK--?!

SURRENDER YOUR BOW, MISTER-- BEFORE MY BOYS GET ANTSY!

WHAT'S THE STORY, MCBAIN? WHY'D YOU DO IT?

FIRST OFF, MY NAME ISN'T MCBAIN...



IT'S ODDBALL!

THE MASTER JUGGLER--TURNED COSTUMED CRIMINAL!

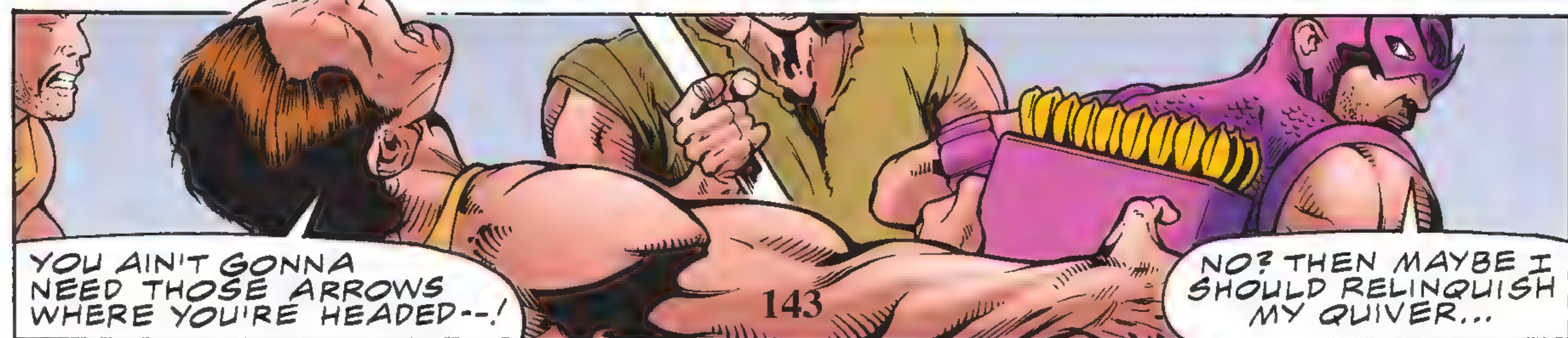
AND I'LL BE SIMPLY DEVASTATED IF YOU DON'T RECALL OUR LAST CONFRONTATION!



WHAT'S THE PLAN?

SHOULD WE JUST GO FOR IT?

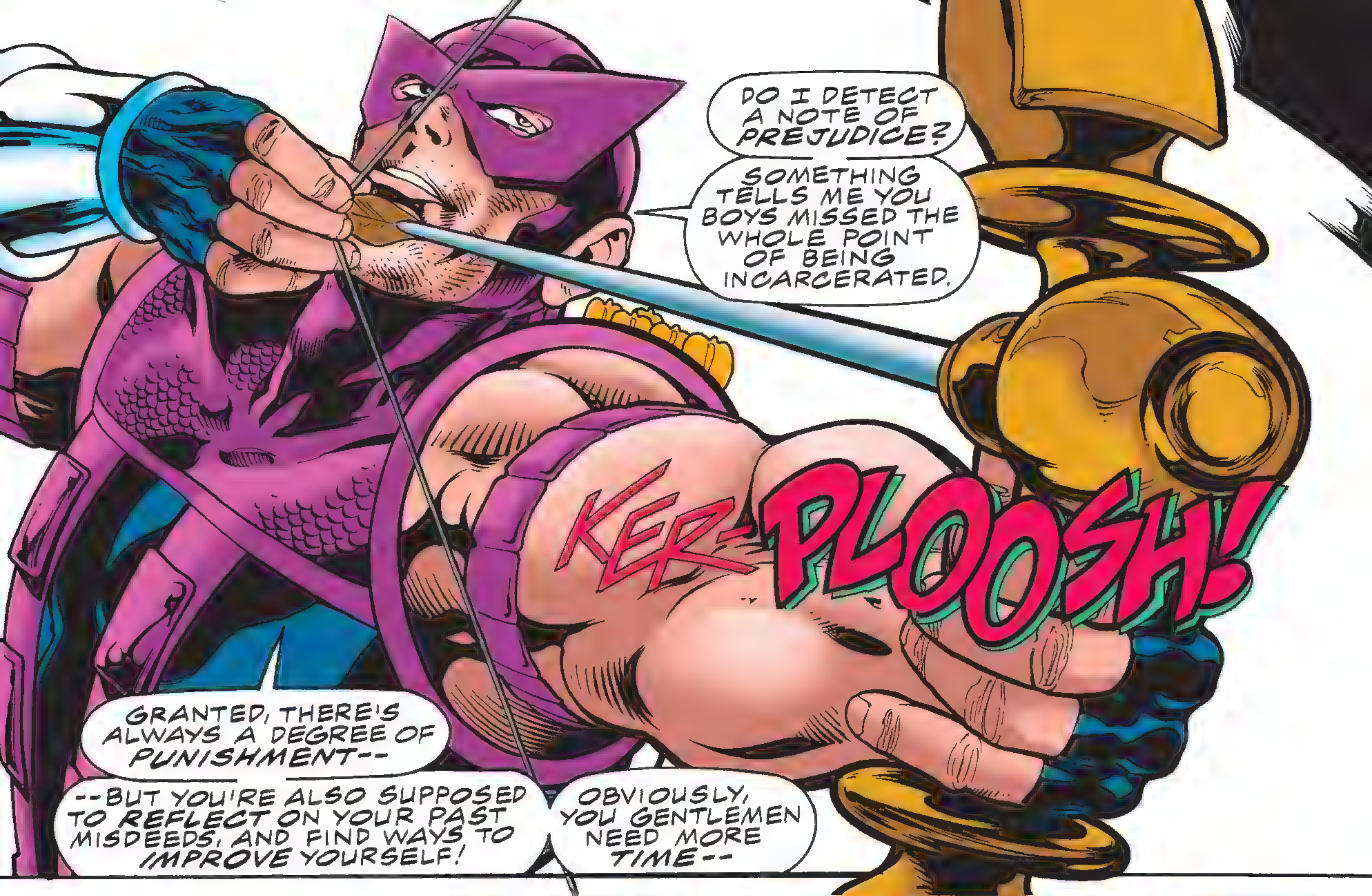
NOT YET! WAIT FOR MY SIGNAL!



YOU AIN'T GONNA NEED THOSE ARROWS WHERE YOU'RE HEADED--!

NO? THEN MAYBE I SHOULD RELINQUISH MY QUIVER...





DO I DETECT
A NOTE OF
PREJUDICE?

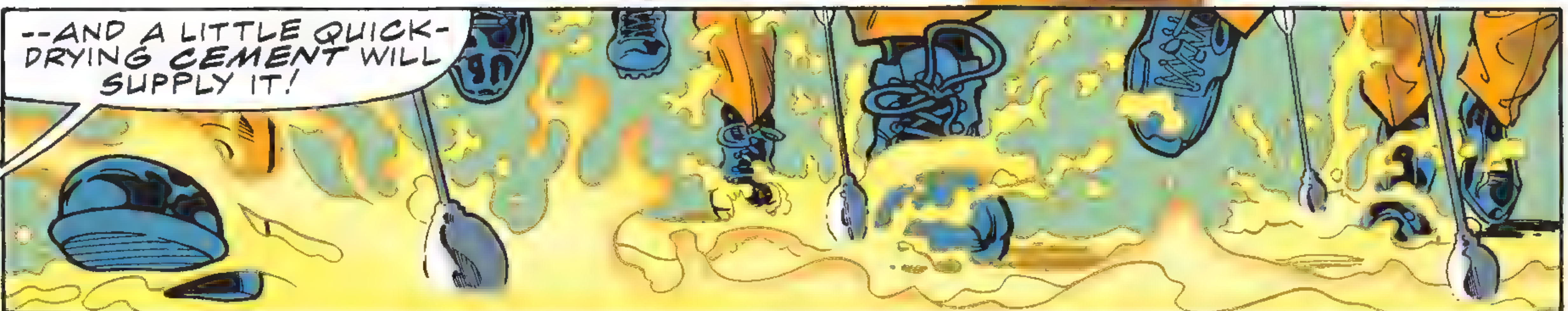
SOMETHING
TELLS ME YOU
BOYS MISSED THE
WHOLE POINT
OF BEING
INCARCERATED.

KER-PLOOSH!

GRANTED, THERE'S
ALWAYS A DEGREE OF
PUNISHMENT--

--BUT YOU'RE ALSO SUPPOSED
TO REFLECT ON YOUR PAST
MISDEEDS, AND FIND WAYS TO
IMPROVE YOURSELF!

OBVIOUSLY,
YOU GENTLEMEN
NEED MORE
TIME--



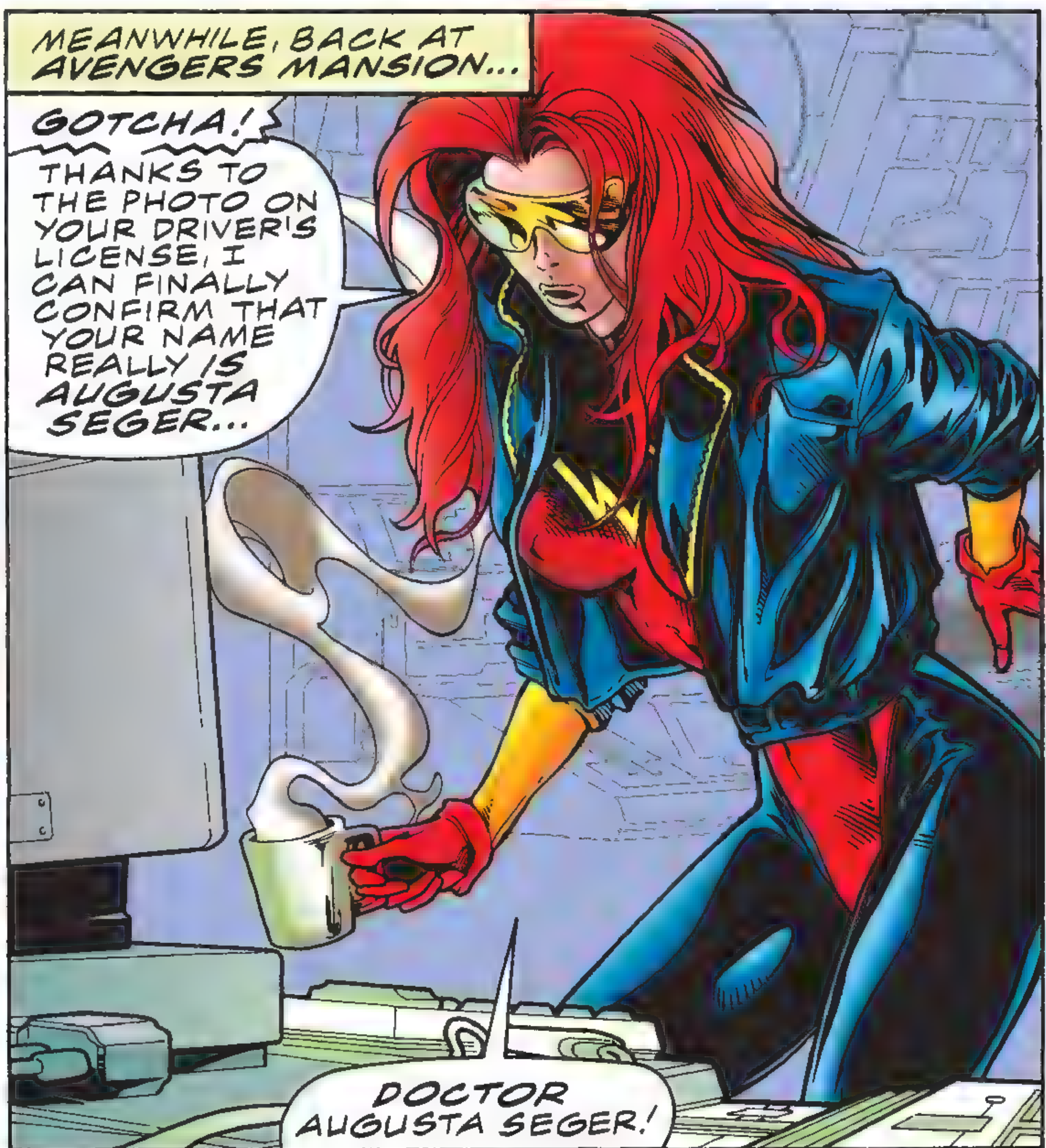
--AND A LITTLE QUICK-
DRYING CEMENT WILL
SUPPLY IT!



BATROC
WARNED
US YA
MIGHT
PULL A
STUNT
LIKE
THIS--!

YEAH, SO WE
BROUGHT A SPE-
CIAL SOLVENT...
B-BUT IT AIN'T
WORKING!

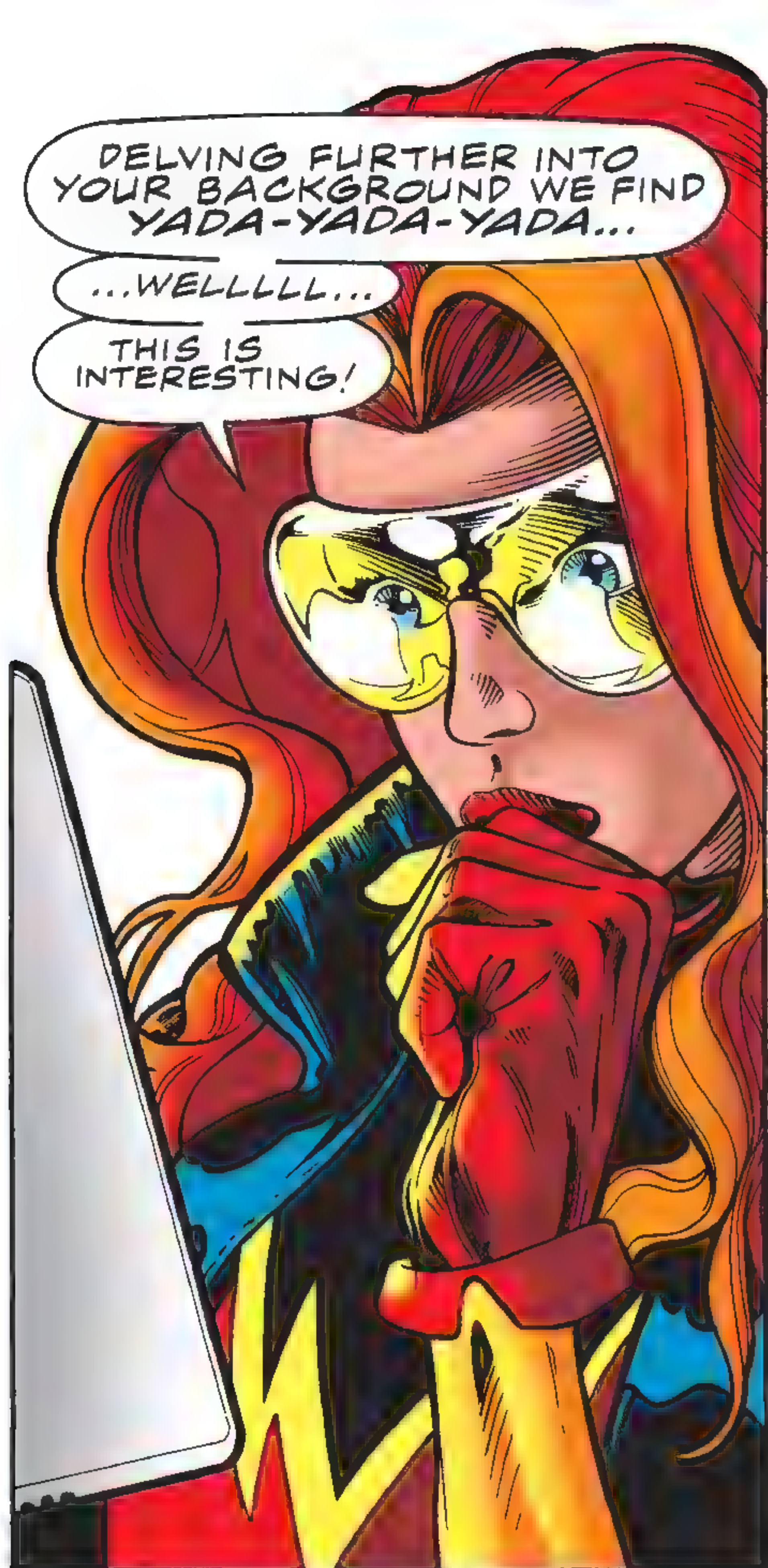
C'MON, GUYS! IT'S
INSULTING TO THINK
YOU EXPECT A PRO
LIKE ME TO REPEAT
A GIMMICK WITHOUT
ADDING A LITTLE
SOMETHING TO IT!



MEANWHILE, BACK AT
AVENGERS MANSION...

GOTCHA!
THANKS TO
THE PHOTO ON
YOUR DRIVER'S
LICENSE, I
CAN FINALLY
CONFIRM THAT
YOUR NAME
REALLY IS
AUGUSTA
SEGER...

DOCTOR
AUGUSTA SEGER!



DELVING FURTHER INTO
YOUR BACKGROUND WE FIND
YADA-YADA-YADA...

...WELL...LL...LL...

THIS IS
INTERESTING!



LOOK, BOYS-- I
REALIZE THAT TAKING ON
A PAIR OF AVENGERS
MAY SEEM LIKE A MOMEN-
TOUS OCCASION IN YOUR
OTHERWISE DREARY
LIVES--

--BUT
IT'S PRETTY
STANDARD
FARE TO
US!

IF YOU PUT HALF THIS
ENTHUSIASM AND EFFORT
INTO HONEST LABOR, YOU'D
BE CLIMBING THE CORPORATE
LADDER IN NO TIME!

SOUNDS LIKE YOU'RE GETTING
BORED, HAWK! DON'T WORRY!
I KNOW A LITTLE GAME
WHICH MAY SPARK YOUR
INTEREST--

--AND HELP US LEARN
A LITTLE INFO ABOUT THE
ELUSIVE MS. SEGER!

IT'S EASY TO PLAY! WE BEGIN
BY CHOOSING A CONTESTANT
AT RANDOM... AND ASKING
A FEW QUESTIONS.



W-WHAT
THE--?!

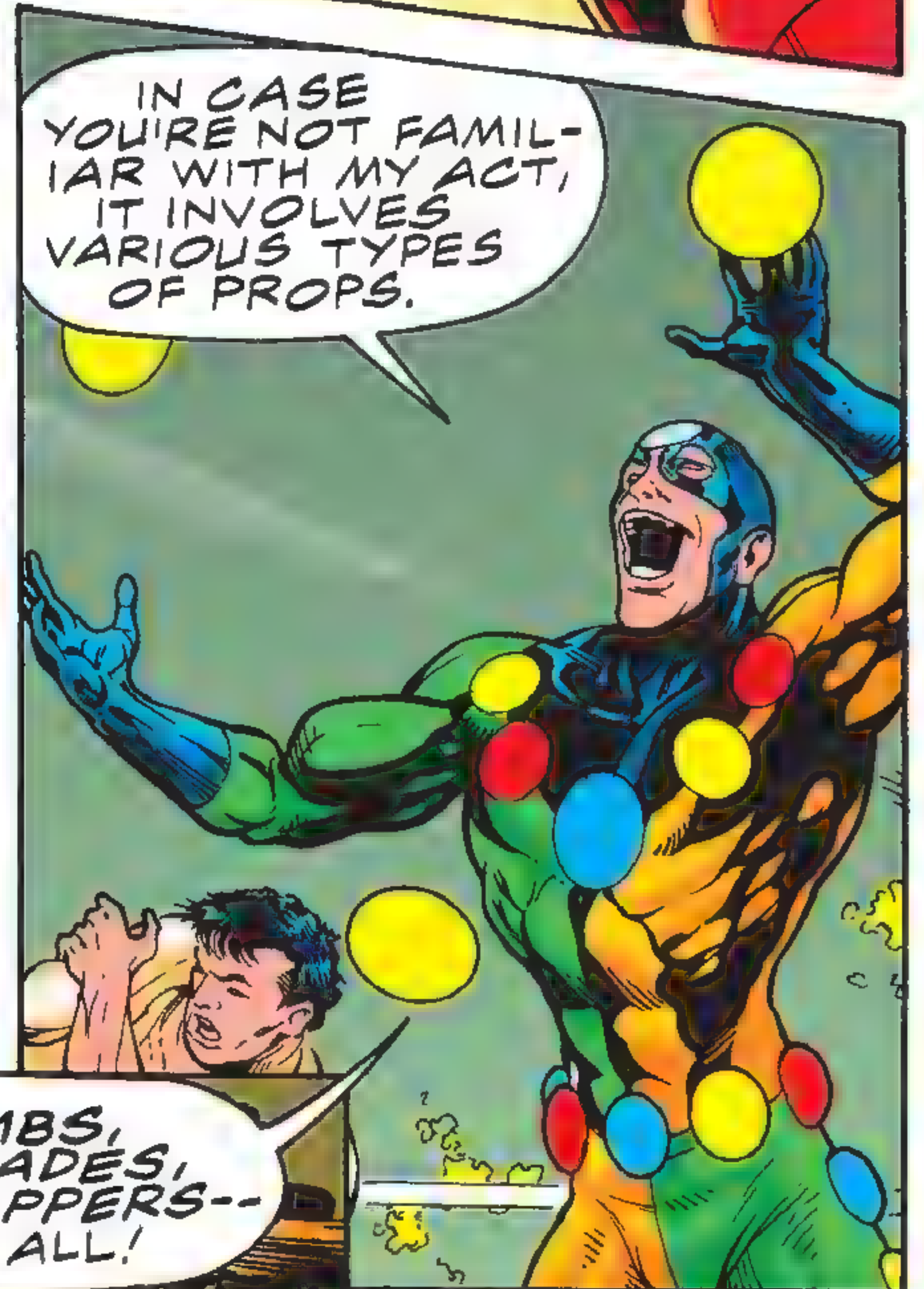


'ROUND AND 'ROUND HE GOES, UNTIL HE SPILLS ALL HE KNOWS!



NOT BAD, KID... YOU GOT A REAL SENSE OF STYLE!

BUT YOU'RE NOT THE ONLY SHOW-STOPPER HERE!



IN CASE YOU'RE NOT FAMILIAR WITH MY ACT, IT INVOLVES VARIOUS TYPES OF PROPS.

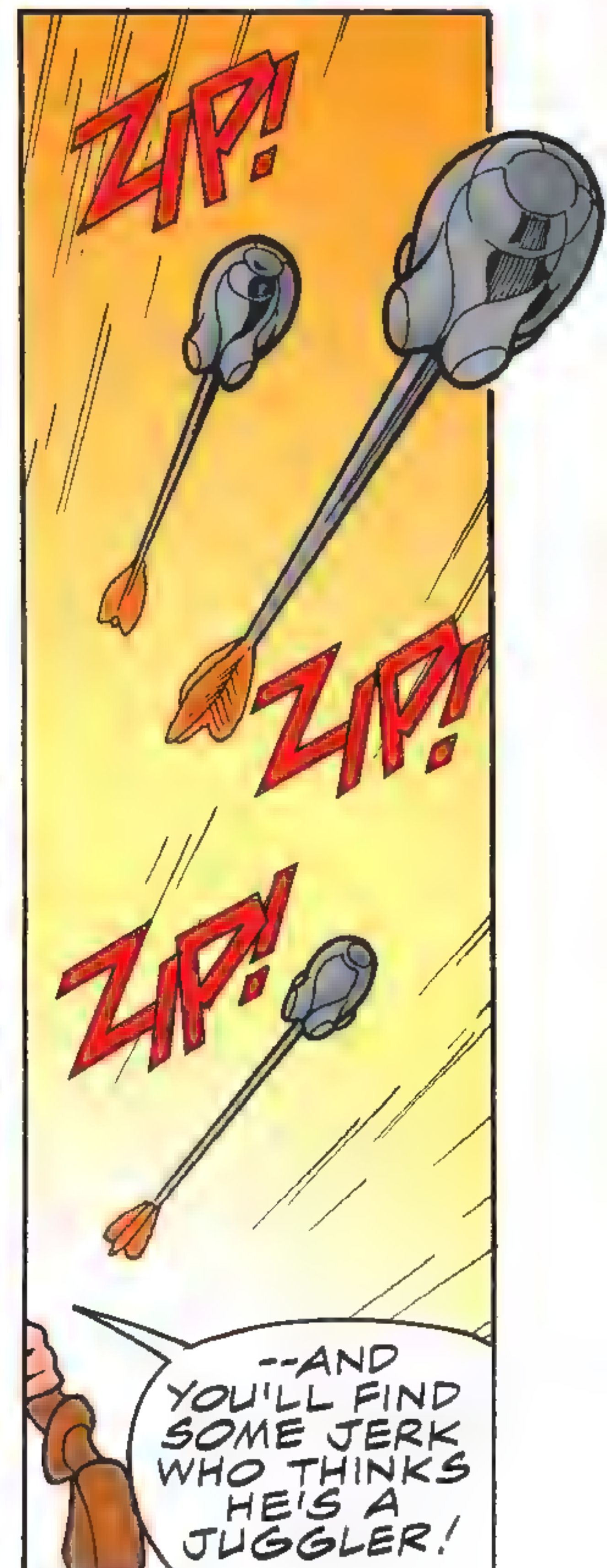


GAS BOMBS, STUN GRENADES, ELECTRO-ZAPPERS-- I GOT 'EM ALL!

BIG DEAL! MY CATALOG OF CUSTOM-DESIGNED ARROWHEADS IS FAR MORE DIVERSIFIED!

AND, BESIDES, ARCHERY REQUIRES REAL SKILL!

CHECK ALMOST ANY BUSINESS OFFICE--

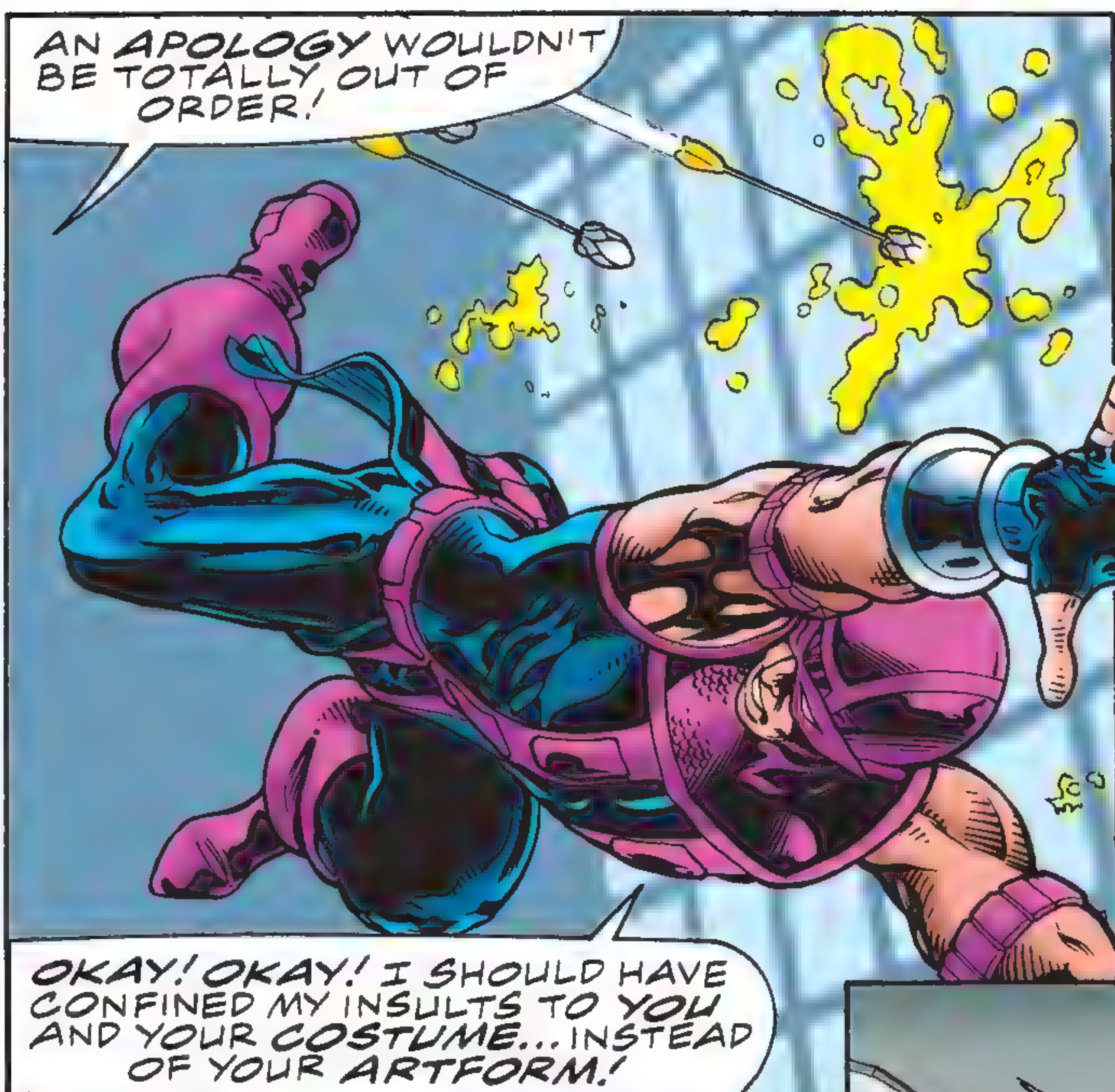


--AND YOU'LL FIND SOME JERK WHO THINKS HE'S A JUGGLER!



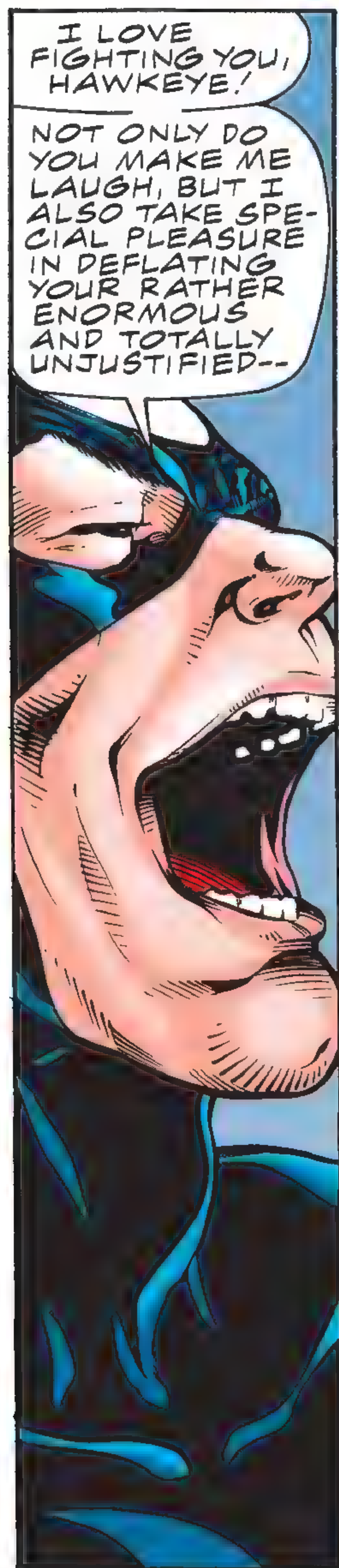
THINKS IS
THE OPERATIVE
WORD!

A REAL MASTER AT
THE CRAFT CAN REDIRECT
ANY OBJECT THROWN IN
HIS DIRECTION!



AN APOLOGY WOULDN'T
BE TOTALLY OUT OF
ORDER!

OKAY! OKAY! I SHOULD HAVE
CONFINED MY INSULTS TO YOU
AND YOUR COSTUME... INSTEAD
OF YOUR ARTFORM!



I LOVE
FIGHTING YOU,
HAWKEYE!

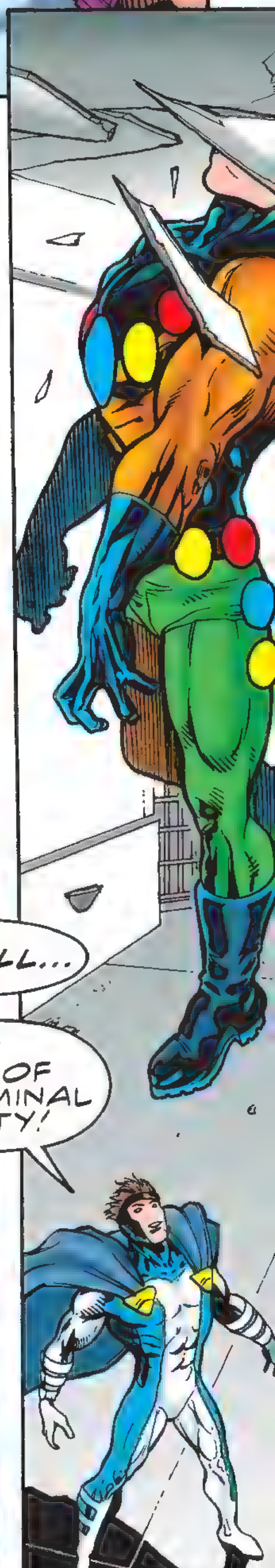
NOT ONLY DO
YOU MAKE ME
LAUGH, BUT I
ALSO TAKE SPE-
CIAL PLEASURE
IN DEFLATING
YOUR RATHER
ENORMOUS
AND TOTALLY
UNJUSTIFIED--



--EGO?!



AWWWW,
KID-- IS THIS
HOW YOU TREAT
ALL YOUR
FANS?



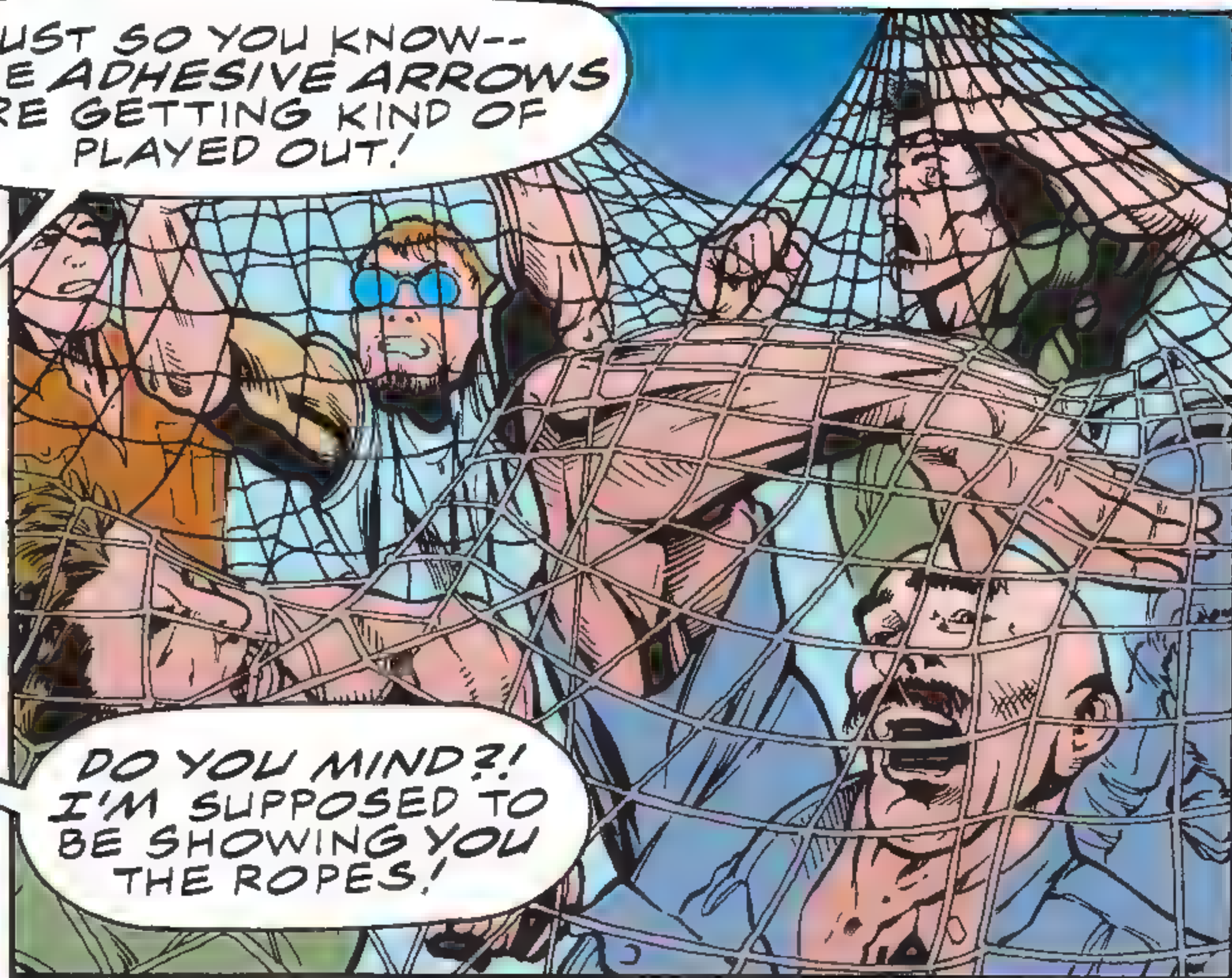
NOT ALL...

JUST
THOSE OF
THE CRIMINAL
VARIETY!



TIME TO
GATHER UP
THE LAST FEW
STRAGGLERS!

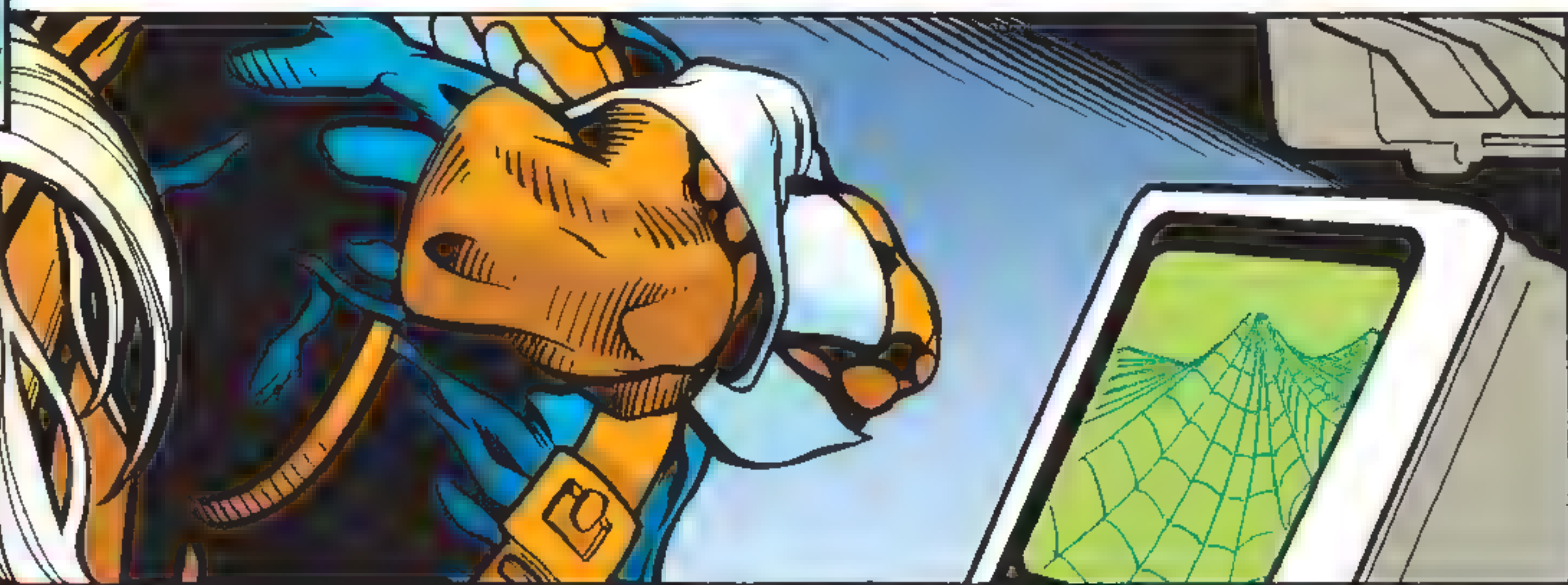
JUST SO YOU KNOW--
THE ADHESIVE ARROWS
ARE GETTING KIND OF
PLAYED OUT!



DO YOU MIND?!
I'M SUPPOSED TO
BE SHOWING YOU
THE ROPES!



DID YOU
HAVE ANY
REACTION
TO THE
TELE-
KINETIC?



NONE... BUT
THAT'S USUAL!

PREPARE FOR
A CHANGE, MY
FRIEND.

MY NEW
PROCESS WILL
INCREASE YOUR
ABILITIES QUITE
DRASTICALLY!



IF YOU CAN
TRULY DO AS YOU
SAY, DR. SEGER...

YOU WILL BE REWARDED
...WITH RICHES BEYOND THE
BOUNDARIES OF AVARICE...
BY A MOST GRATEFUL
TASKMASTER!

TO BE CONTINUED--!

TROUNCED BY TASKMASTER!

AVENGERS
MANSION...

GET THIS--! HER NAME
REALLY IS **AUGUSTA SEGER**,
ALTHOUGH SHE'S ALSO KNOWN
AS THE **ALBINO**.

SHE'S A WORLD
RENOWNED **BIOLOGIST**
WHO SPECIALIZES IN
MUTAGENICS-- THE
STUDY OF THE CAUSES
AND EFFECTS OF
HUMAN MUTATION.

I SURFED A DOZEN
OR SO UNIVERSITY
WEB SITES, AND ALSO
LEARNED SHE'S ON
THE **OUTS** WITH
THE LEGITIMATE
SCIENTIFIC
COMMUNITY.

THANKS TO A
NASTY INCLI-
NATION TOWARD
DANGEROUS AND
UNAUTHORIZED
EXPERIMENTATION.

YOU LEARNED
ALL THAT ON THE
INTERNET?

LIKE A
CERTAIN FRIENDLY
NEIGHBORHOOD WALL-
CRAWLER ONCE RE-
MARKED, "A **WEB**
IS A TERRIBLE
THING TO WASTE!"

TOM DeFALCO
WRITER

JOE ANDREANI
COLORIST

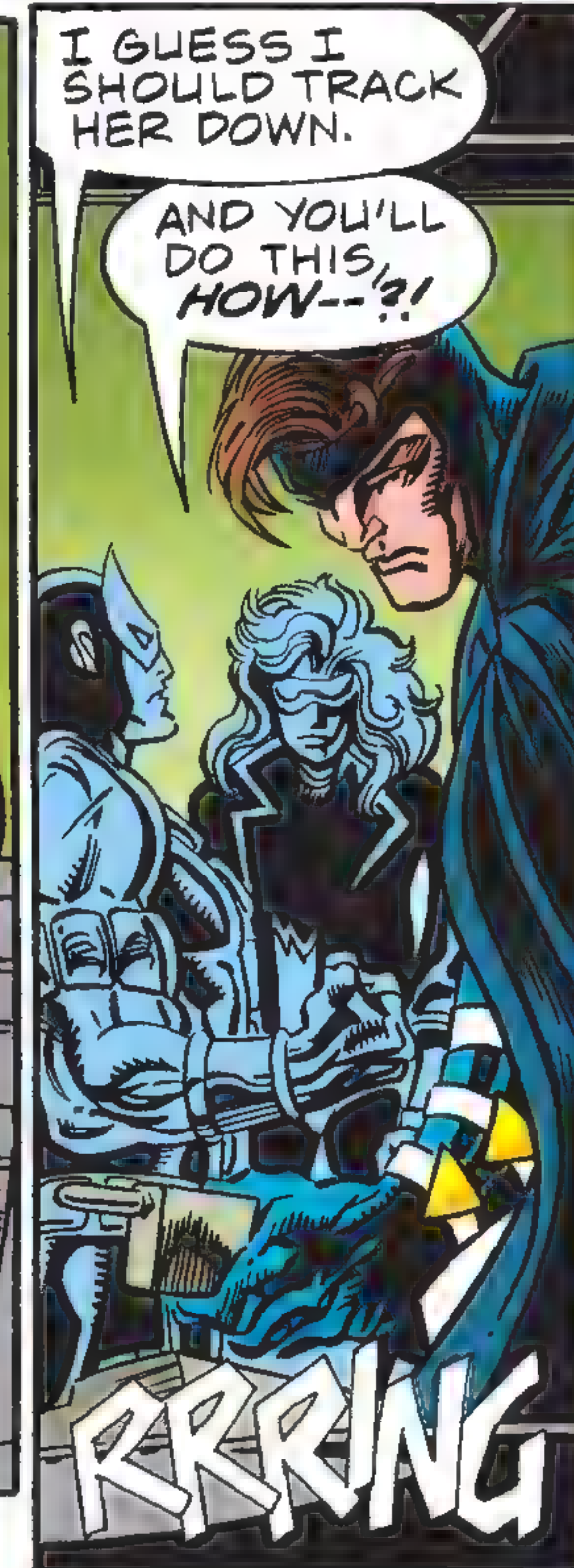
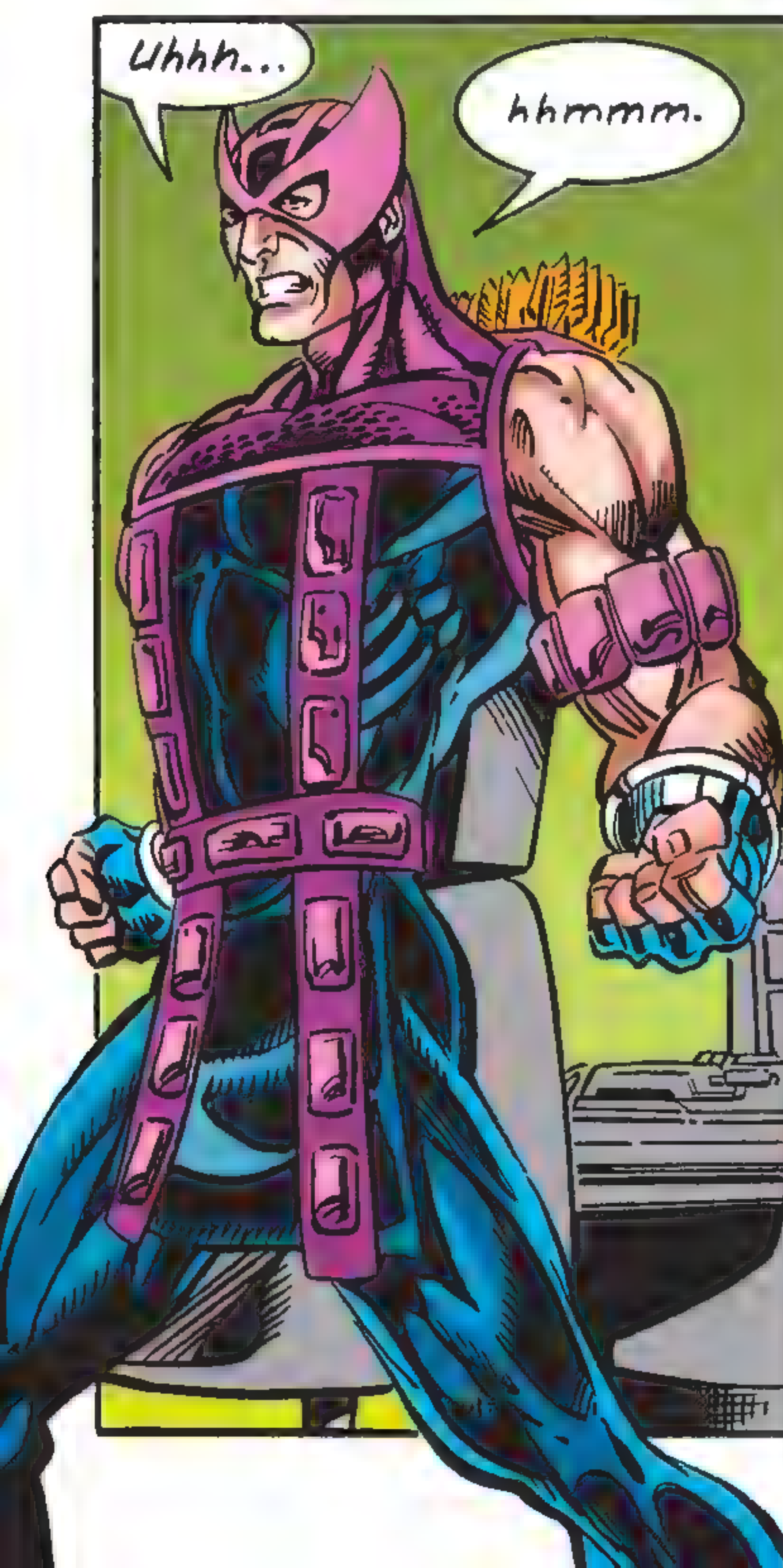
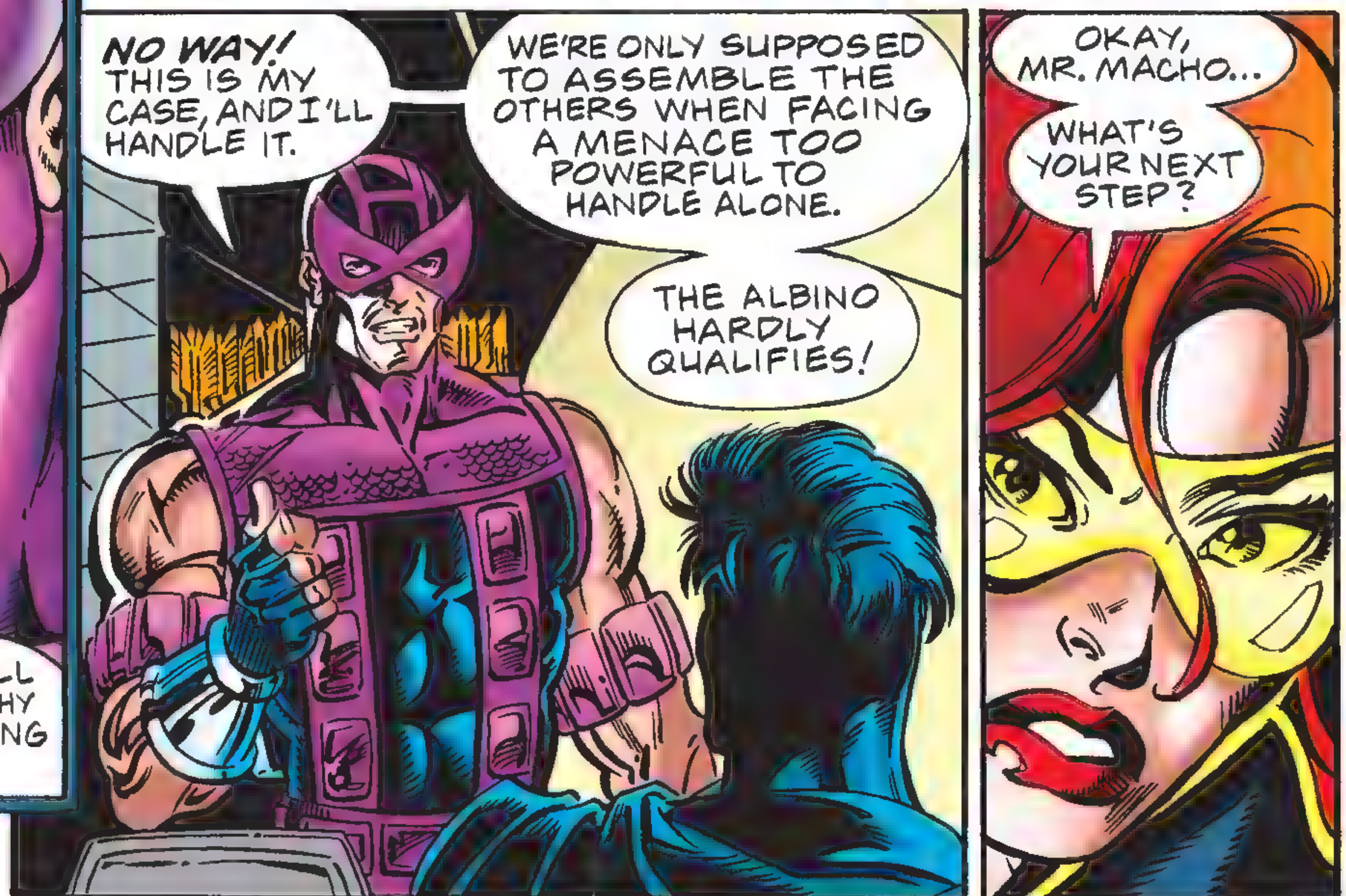
MARK BAGLEY
PENCILER

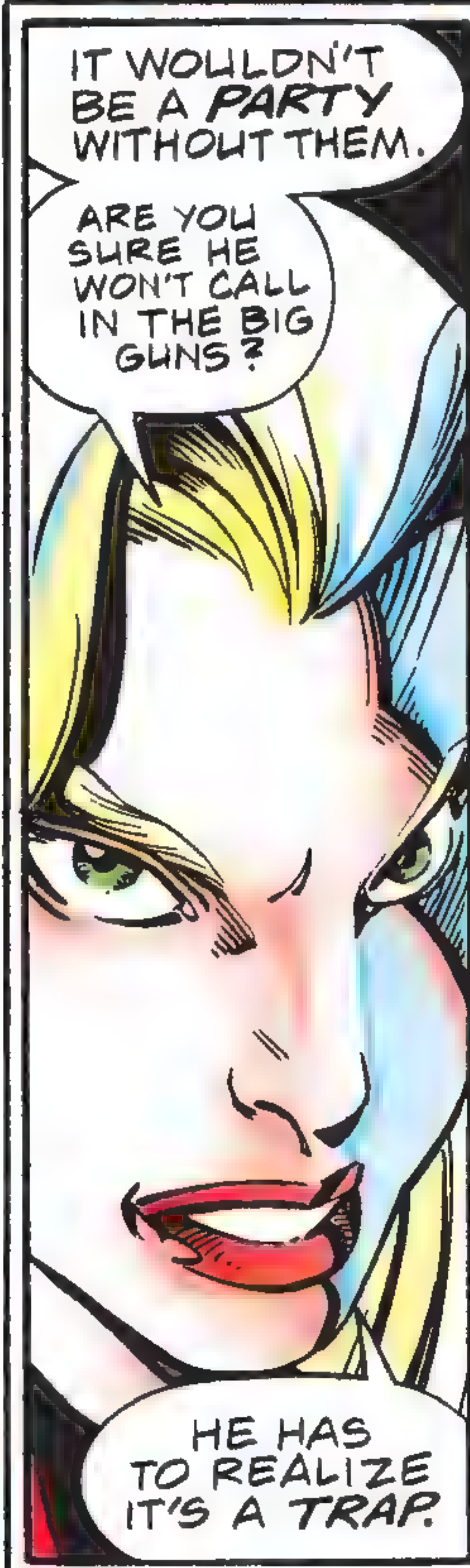
GLENN GREENBERG
EDITOR

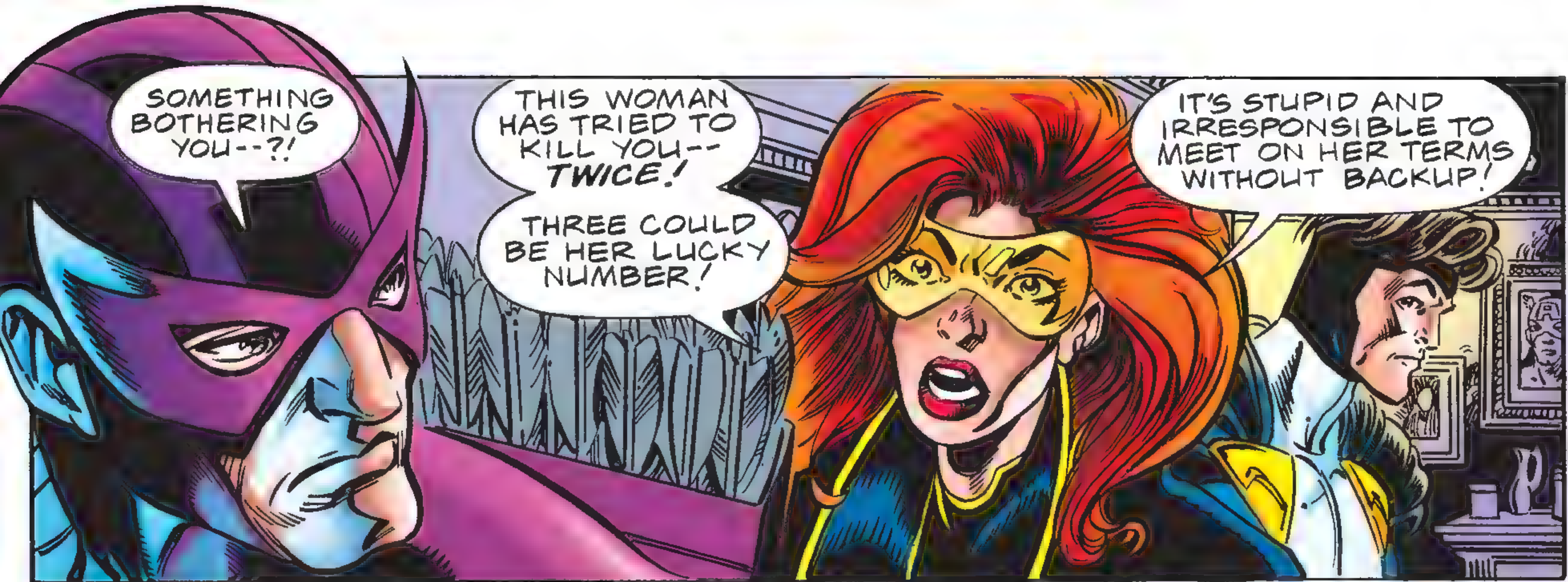
AL MILGROM
INKER

BOB HARRAS
EDITOR IN CHIEF

SUE CRESPI
LETTERER







SOMETHING BOTHERING YOU--?!

THIS WOMAN HAS TRIED TO KILL YOU-- TWICE!

THREE COULD BE HER LUCKY NUMBER!

IT'S STUPID AND IRRESPONSIBLE TO MEET ON HER TERMS WITHOUT BACKUP!

MAYBE, BUT THAT ISN'T HOW THIS **GAME** IS PLAYED!

GAME?! THE MAN THINKS THIS IS A GAME.

MAYBE YOU SHOULD TALK TO HIM, JUSTICE.

WELL...

Uhhhh

SHE'S RIGHT, HAWK.

YOU THINK I **DON'T** KNOW THAT?!

CONTRARY TO POPULAR WISDOM, I'M **NOT** A COMPLETE IDIOT.

BUT I WANT THIS WOMAN, AND SHE'LL **RABBIT** IF SHE SPOTS **EARTH'S MIGHTIEST** ASSEMBLING IN HER BACKYARD.

I VOTE FOR **NOT!**

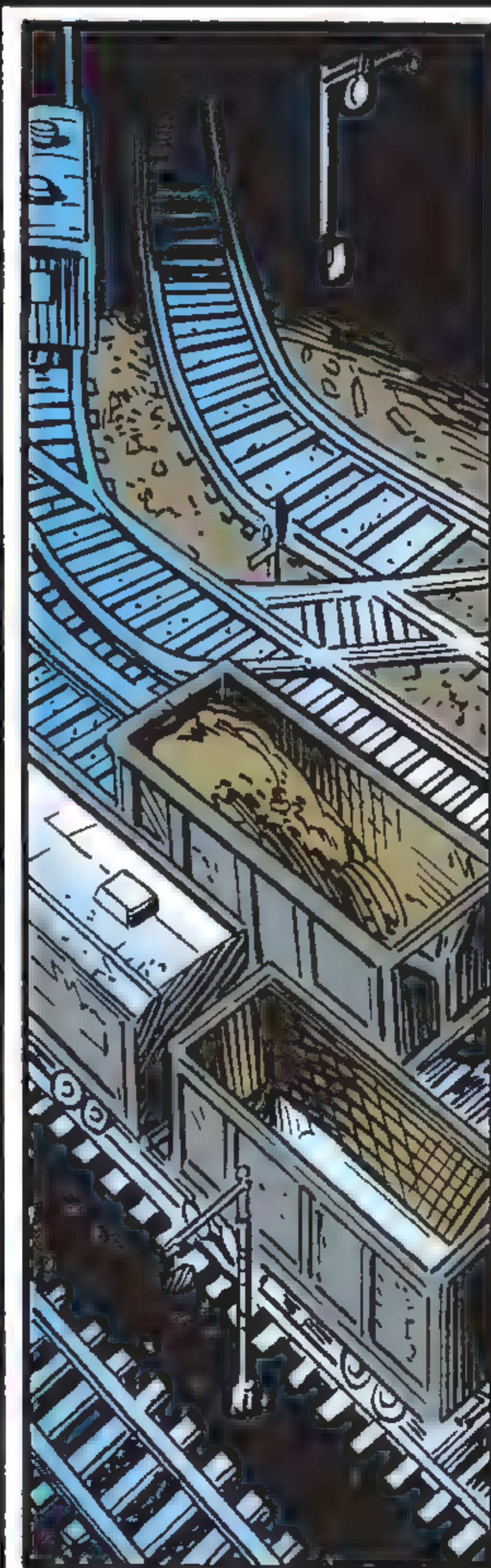
STUBBORN MAN!

HE'S A **WINNER**, ALL RIGHT.

BUT WE CAN'T LET HIM GO ALONE.

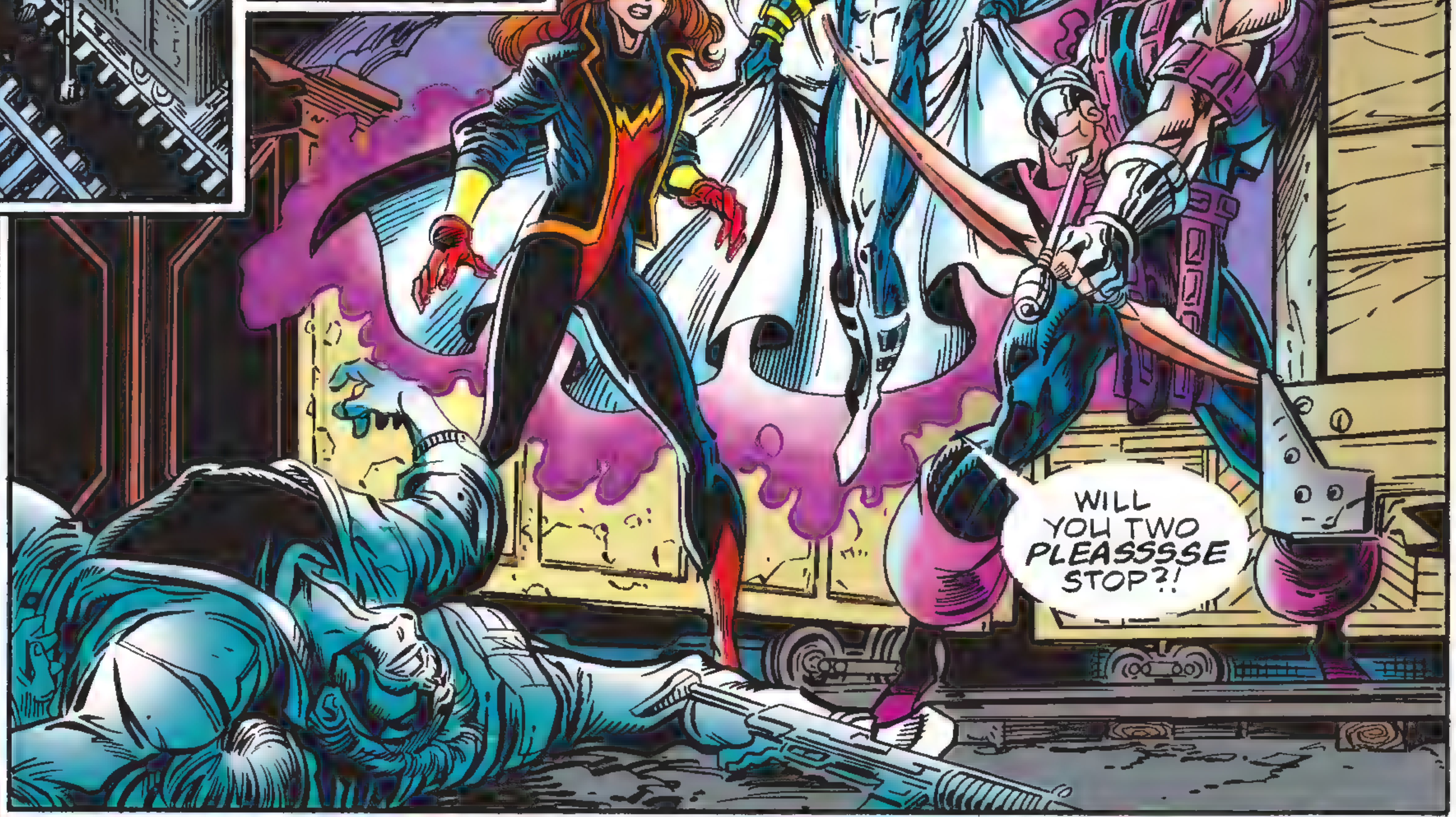
WE DO THIS MY WAY, OR **NOT AT ALL!**

FINE! DON'T COME... BUT DON'T YOU DARE ALERT THE OTHER **AVENGERS** BEHIND MY BACK!



TOLD YOU JUSTICE'S TELEKINETICS WOULD BE MORE EFFECTIVE THAN A SLEEP ARROW!

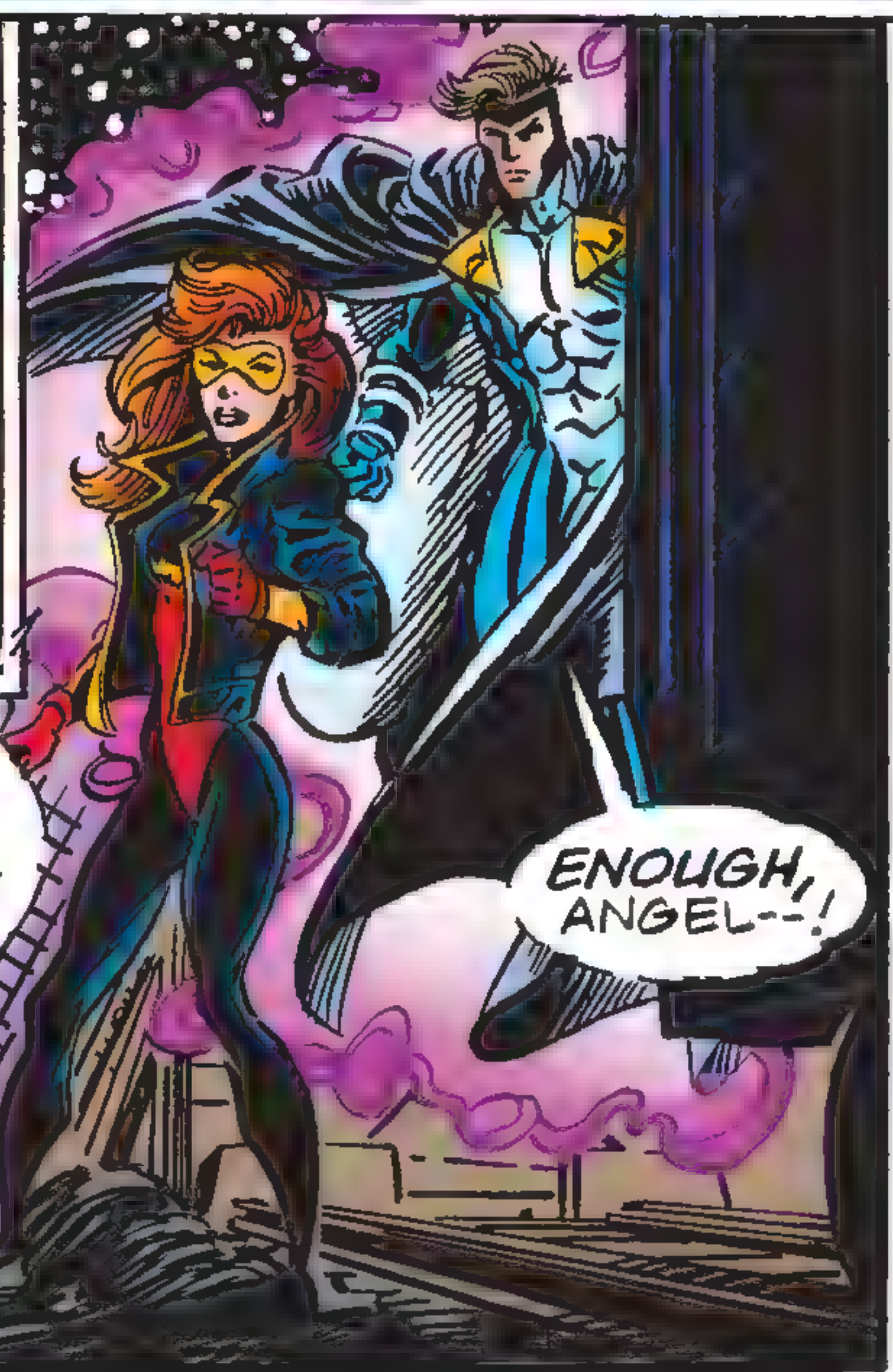
OKAY...THEY WORKED... BUT I DOUBT THEY WERE ANY MORE EFFICIENT!



I'M GUESSING THE ALBINO'S HOLED UP IN THE CAR OFF BY ITSELF.

YOU TWO STAY HERE WHILE I SCOPE IT OUT!

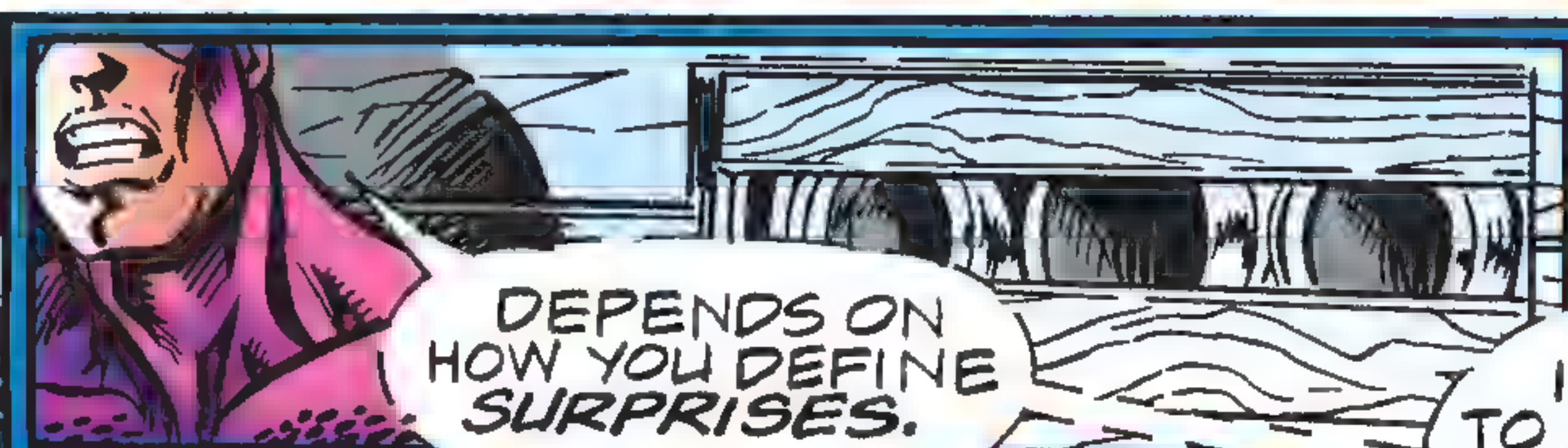
TRY NOT TO SET OFF ANY ALARMS WHILE YOU'RE AT IT!



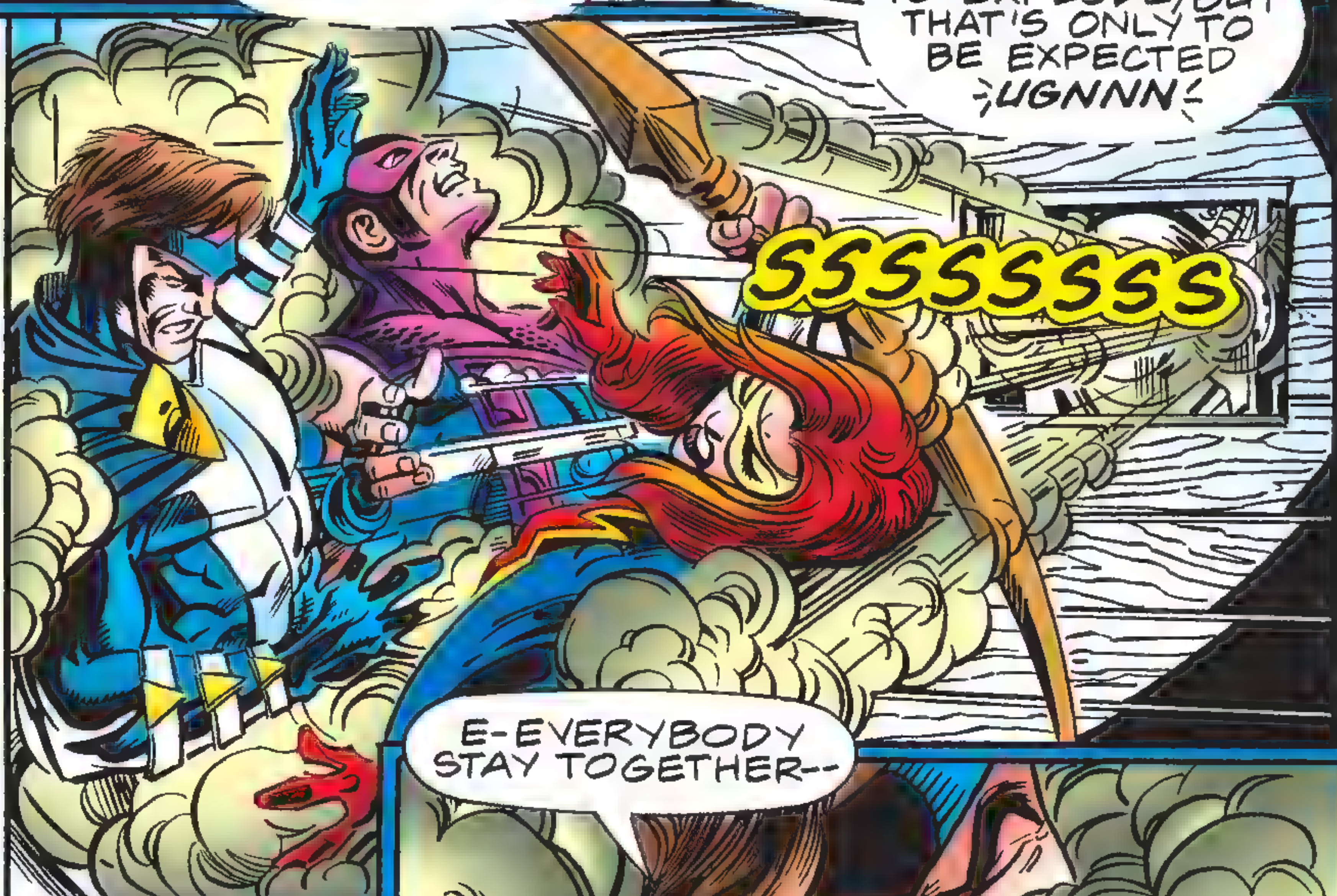


THIS IS
THE CAR
SHE WANTS
US TO
ENTER,
ALL RIGHT!

I HOPED YOU
CHECKED FOR ANY
UNPLEASANT
SURPRISES.



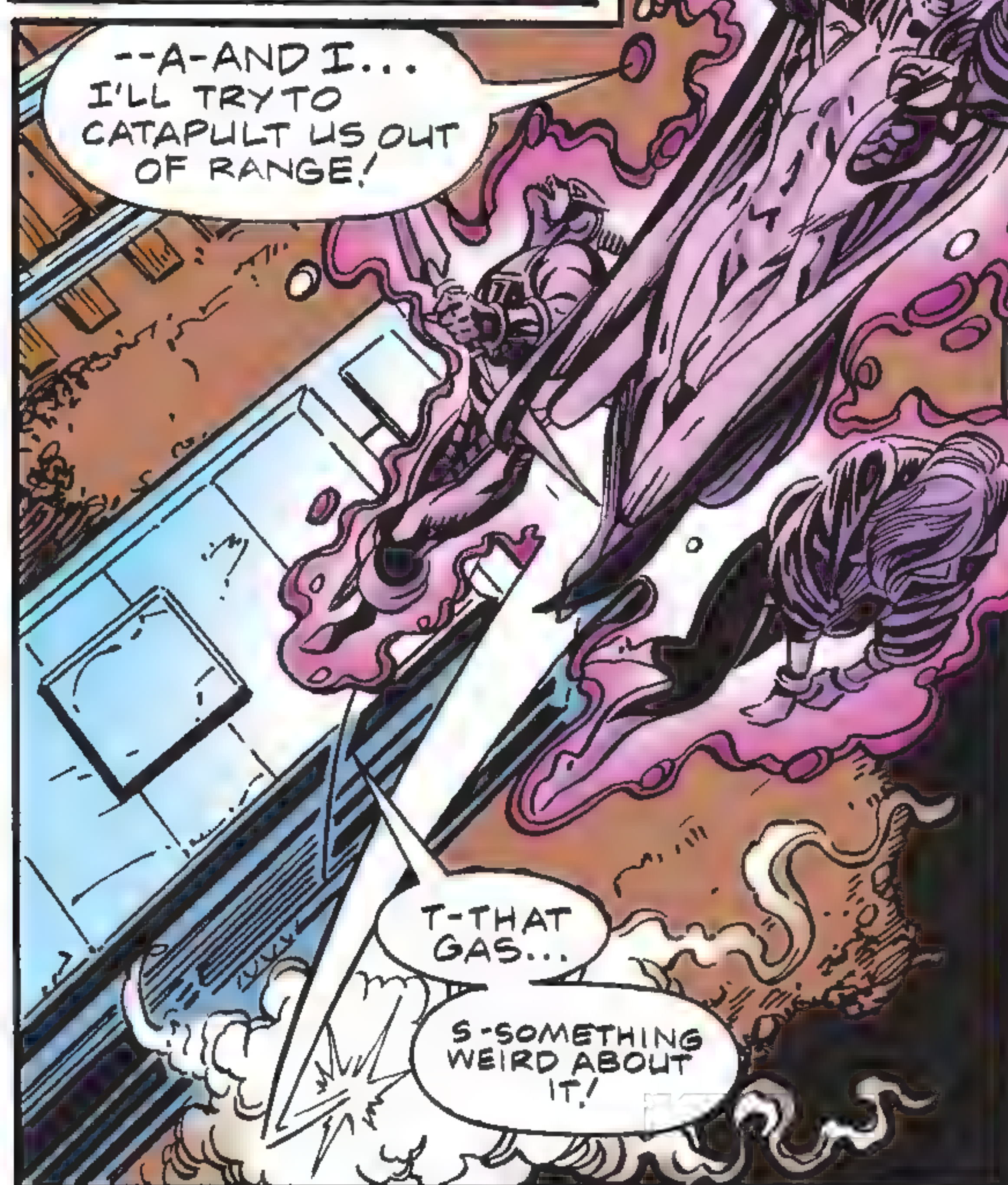
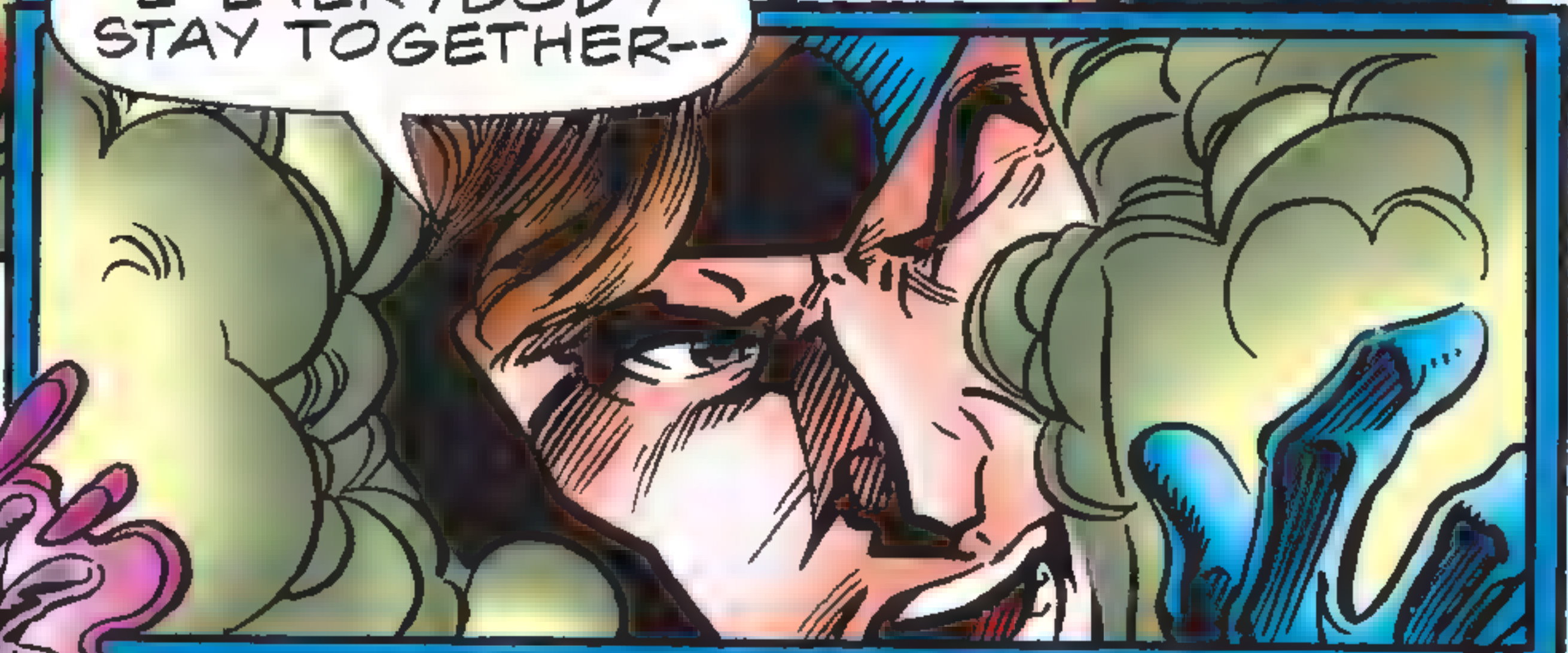
DEPENDS ON
HOW YOU DEFINE
SURPRISES.



IT'S WIRED
TO EXPLODE, BUT
THAT'S ONLY TO
BE EXPECTED
-UGNNN-

SSSSSSSSSSSS

E-EVERYBODY
STAY TOGETHER--



--A-AND I...
I'LL TRY TO
CATAPULT US OUT
OF RANGE!

T-THAT
GAS...

S-SOMETHING
WEIRD ABOUT
IT!

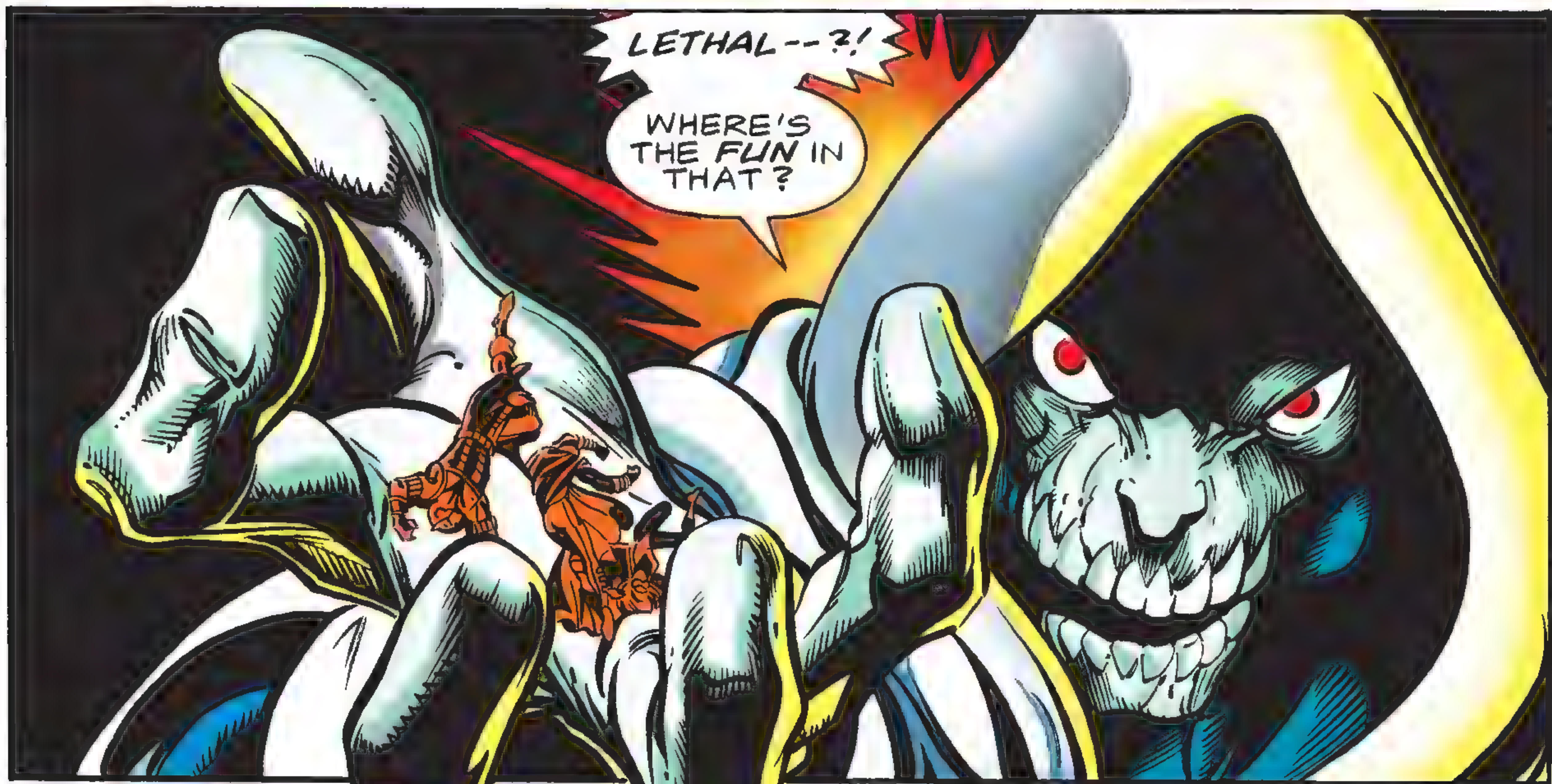


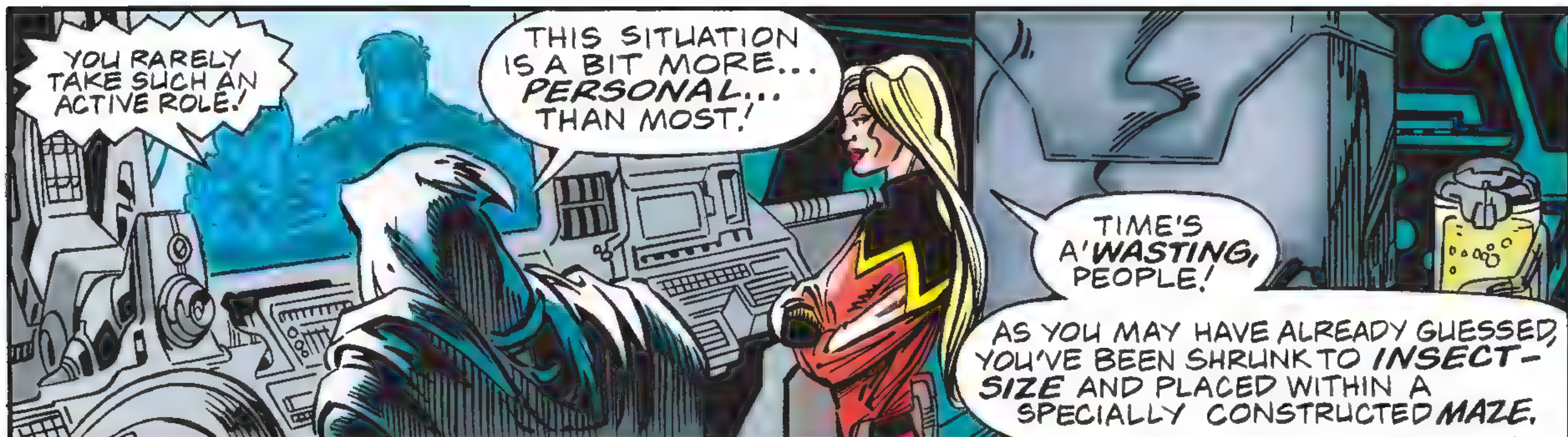
W-WHAT
DO YOU
MEAN,
HAWK?

I HOPE
YOU DON'T
THINK IT'S
LETHAL OR
-ARRK-

TWAP





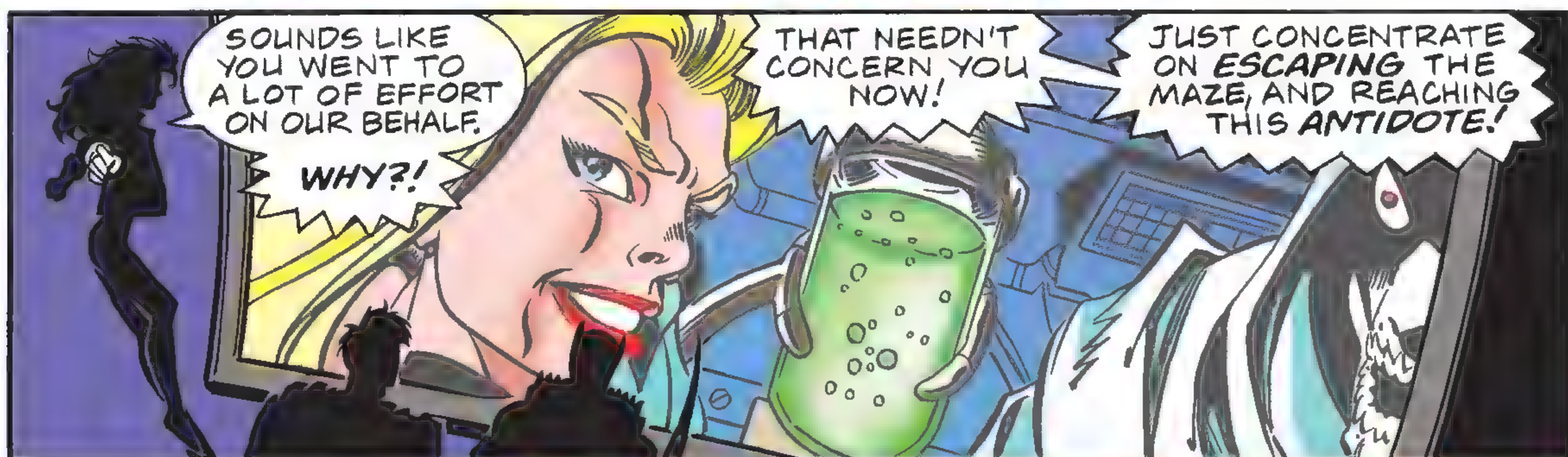


YOU RARELY TAKE SUCH AN ACTIVE ROLE!

THIS SITUATION IS A BIT MORE... **PERSONAL...** THAN MOST!

TIME'S A'WASTING, PEOPLE!

AS YOU MAY HAVE ALREADY GUESSED, YOU'VE BEEN SHRUNK TO **INSECT-SIZE** AND PLACED WITHIN A SPECIALLY CONSTRUCTED MAZE.



SOUNDS LIKE YOU WENT TO A LOT OF EFFORT ON OUR BEHALF.

WHY?!

THAT NEEDN'T CONCERN YOU NOW!

JUST CONCENTRATE ON **ESCAPING** THE MAZE, AND REACHING THIS ANTIDOTE!

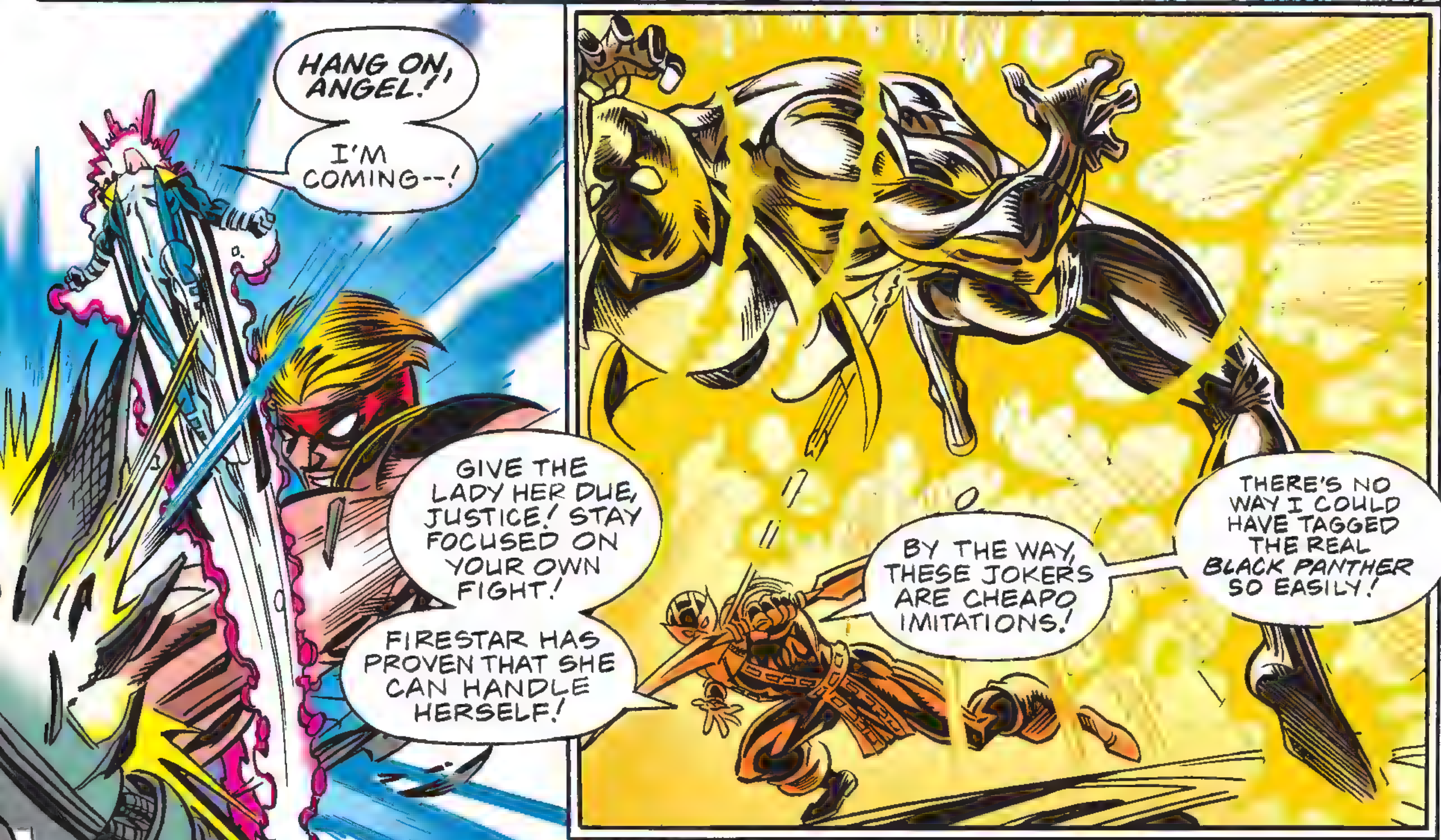
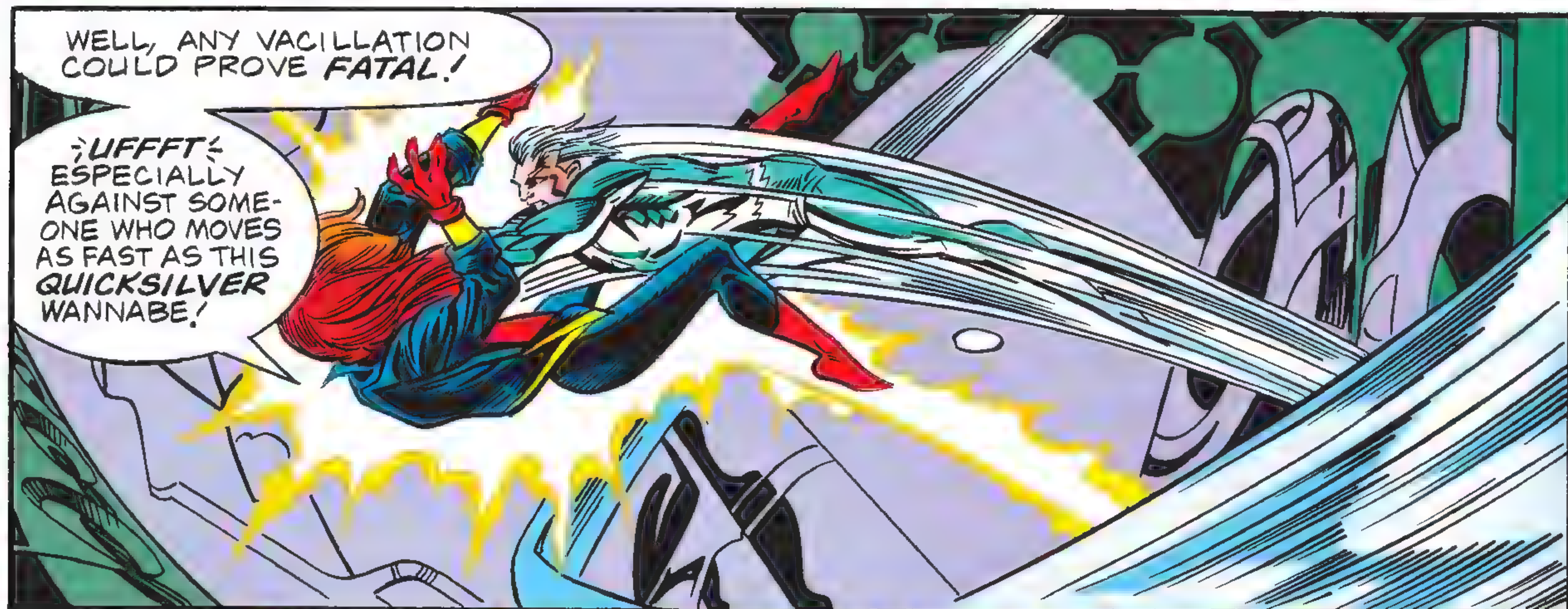
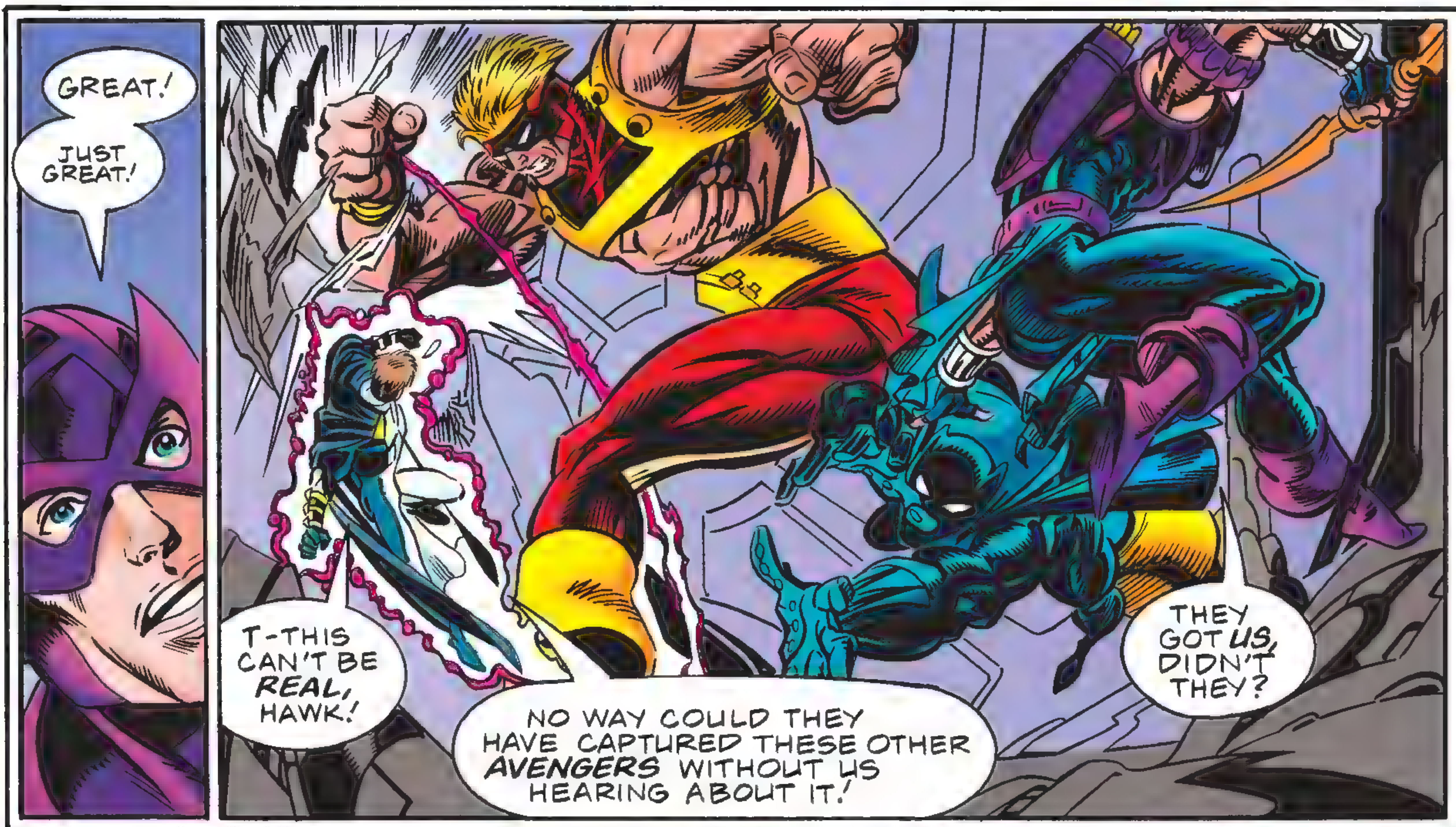


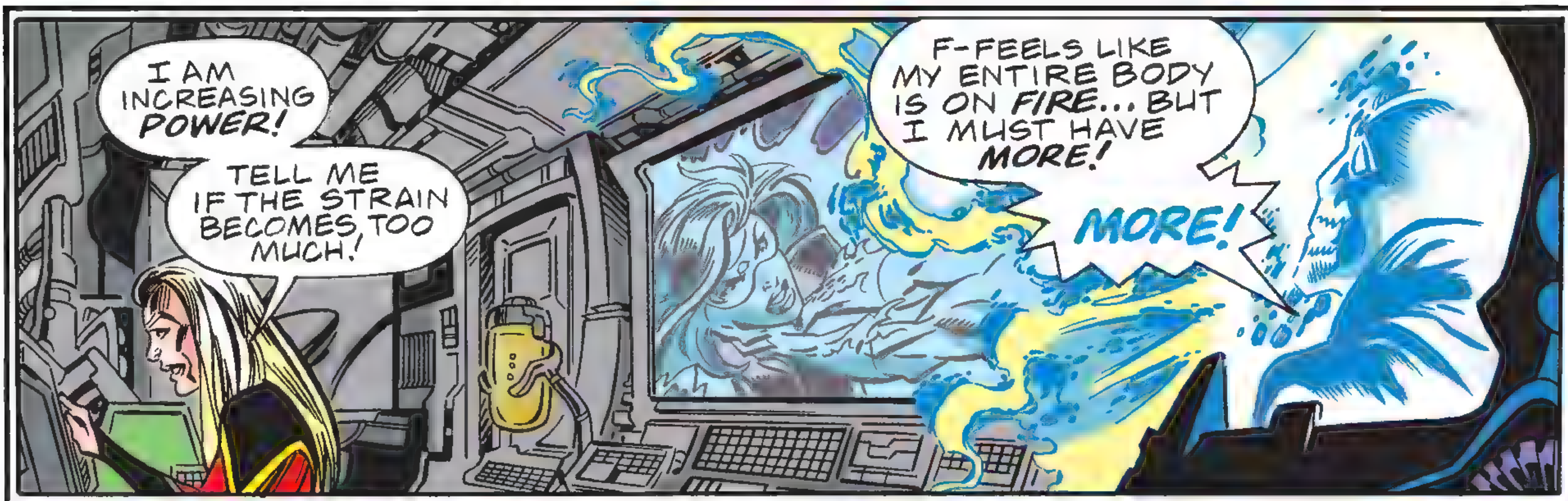
SINCE I ASSUME YOU'VE ALREADY SEEN THE **EXPLOSIVES** WE PLANTED OUTSIDE, I NEEDN'T EMPHASIZE THAT YOU'RE RACING THE CLOCK!

IF EVERYONE IS READY--



--LET THE **GAMES BEGIN!**





I AM INCREASING POWER!

TELL ME IF THE STRAIN BECOMES TOO MUCH!

F-FEELS LIKE MY ENTIRE BODY IS ON FIRE... BUT I MUST HAVE MORE!

MORE!



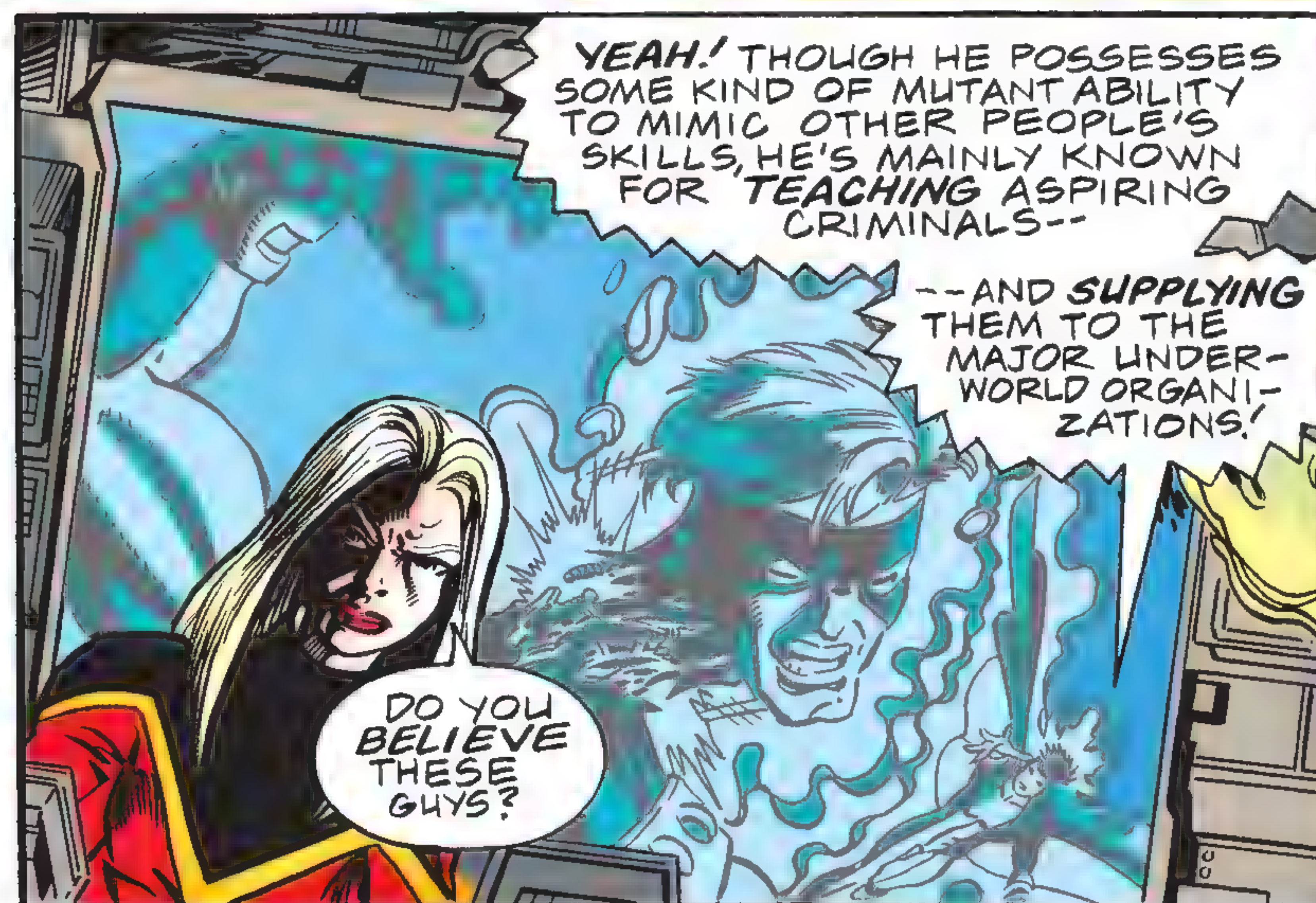
GOOD NEWS, HAWKEYE! NOT ONLY ARE OUR OPPONENTS COUNTERFEITS... THEY AREN'T EVEN ALIVE!



THERE'S ABSOLUTELY NO REASON TO HOLD BACK!

SO WHAT'S THE STORY ON THE TASKMASTER?

I ALWAYS THOUGHT HE WAS A LOW PROFILE, STAY-IN-THE-SHADOWS TYPE OF GUY.



YEAH! THOUGH HE POSSESSES SOME KIND OF MUTANT ABILITY TO MIMIC OTHER PEOPLE'S SKILLS, HE'S MAINLY KNOWN FOR TEACHING ASPIRING CRIMINALS--

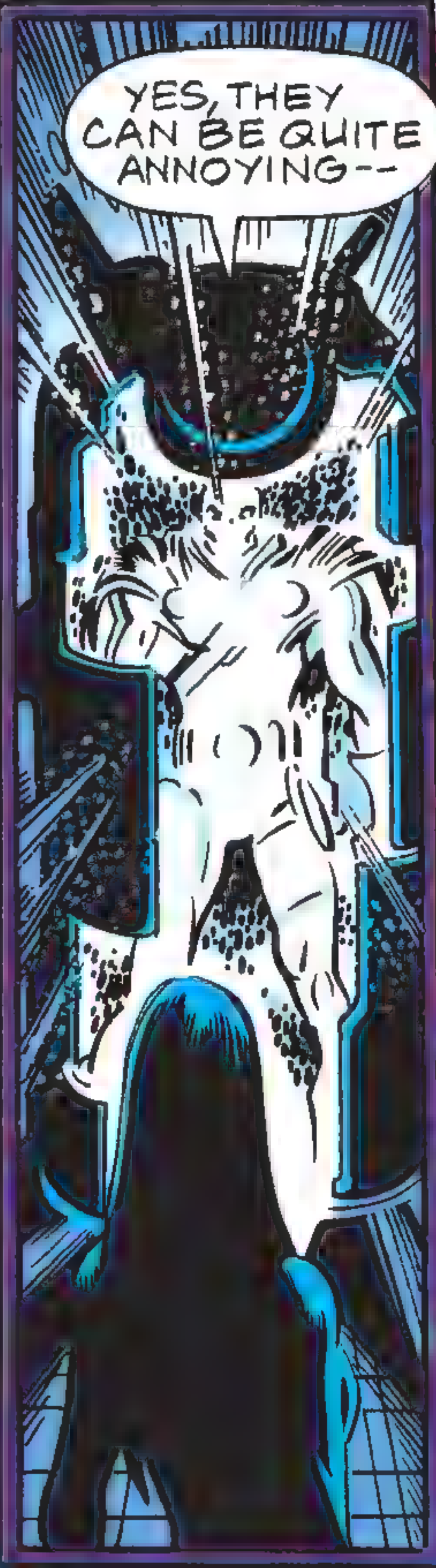
--AND SUPPLYING THEM TO THE MAJOR UNDERWORLD ORGANIZATIONS!

DO YOU BELIEVE THESE GUYS?



FIGHTING FOR THEIR LIVES AGAINST STATE-OF-THE-ART ROBOTICS, AND THEY STILL WON'T SHUT UP!

NO WONDER THEY INSPIRE SUCH ANIMOSITY!



YES, THEY CAN BE QUITE ANNOYING--



--BUT I AM MORE THAN WILLING TO SUFFER THROUGH THEIR INANE CHATTER TO REACH MY TRUE GOAL!

IF THIS WAS ONLY THE **FIRST STAGE**--

--I'M NOT ANXIOUS TO SEE WHAT FOLLOWS!

NO ONE SAYS WE HAVE TO PLAY BY **THEIR** RULES!

FIRESTAR'S RIGHT!

WHILE I HAVE EVERY CONFIDENCE THAT WE CAN TAKE ON **ANYTHING** THEY THROW AT US, I--

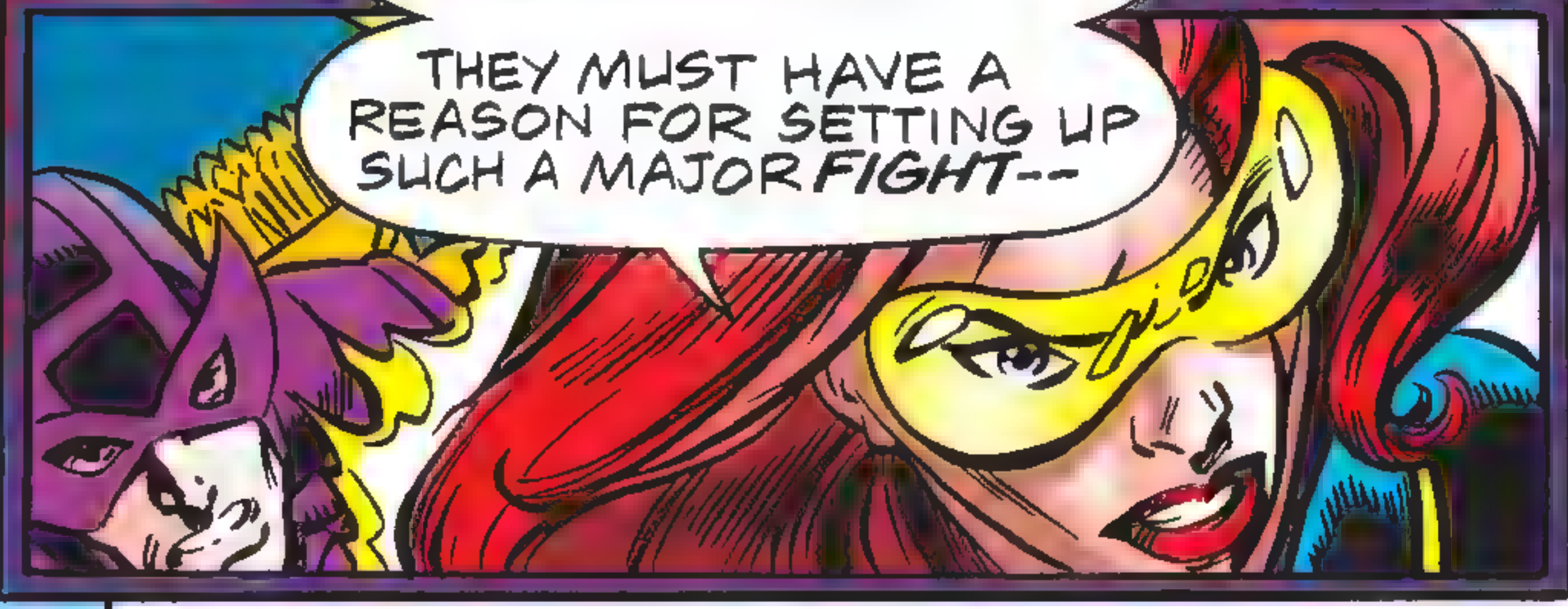


~uhhhh~

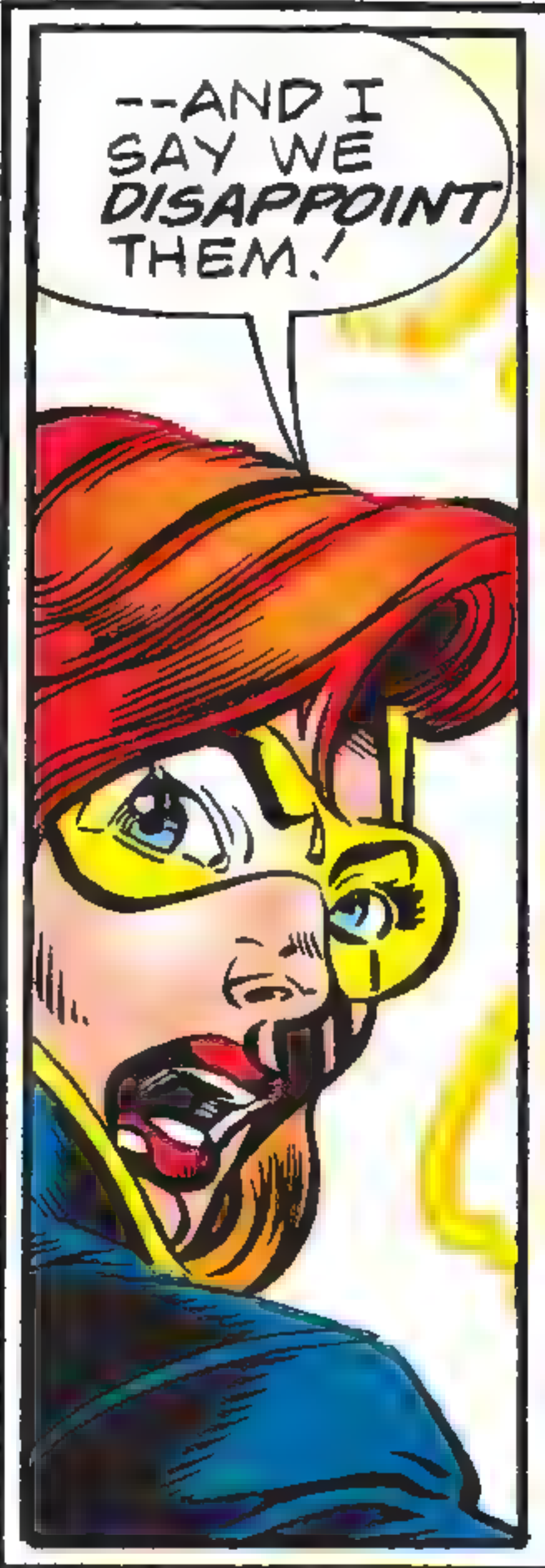


never mind!

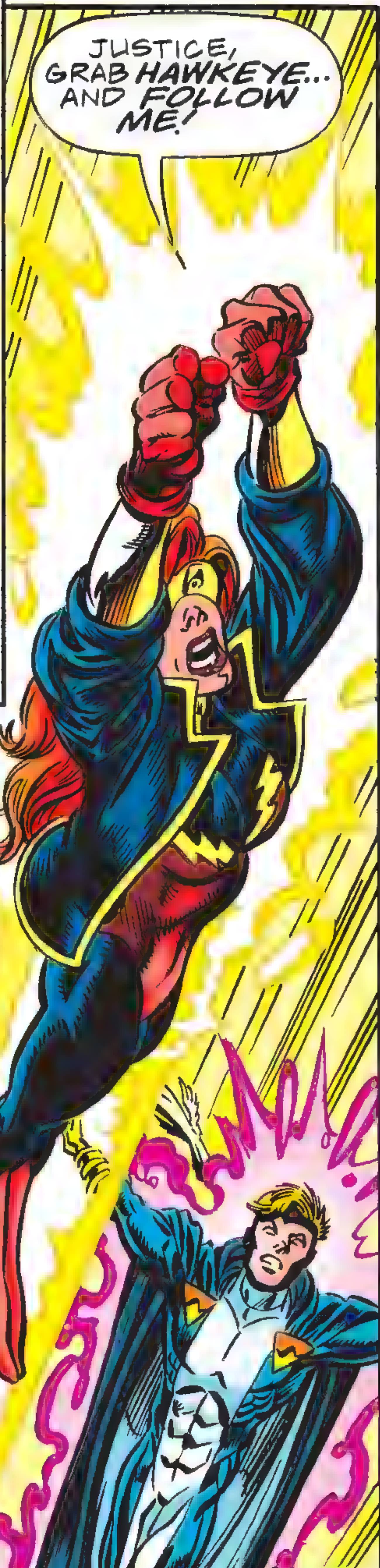
THIS DOESN'T MAKE ANY SENSE! IF THE TASKMASTER AND THE ALBINO REALLY WANTED TO **KILL** US, THEY COULD HAVE DONE IT WHILE WE WERE **UNCONSCIOUS!**



THEY MUST HAVE A REASON FOR SETTING UP SUCH A MAJOR **FIGHT**--



--AND I SAY WE DISAPPOINT THEM!



JUSTICE, GRAB HAWKEYE... AND FOLLOW ME!



WE'RE OUTTA HERE!



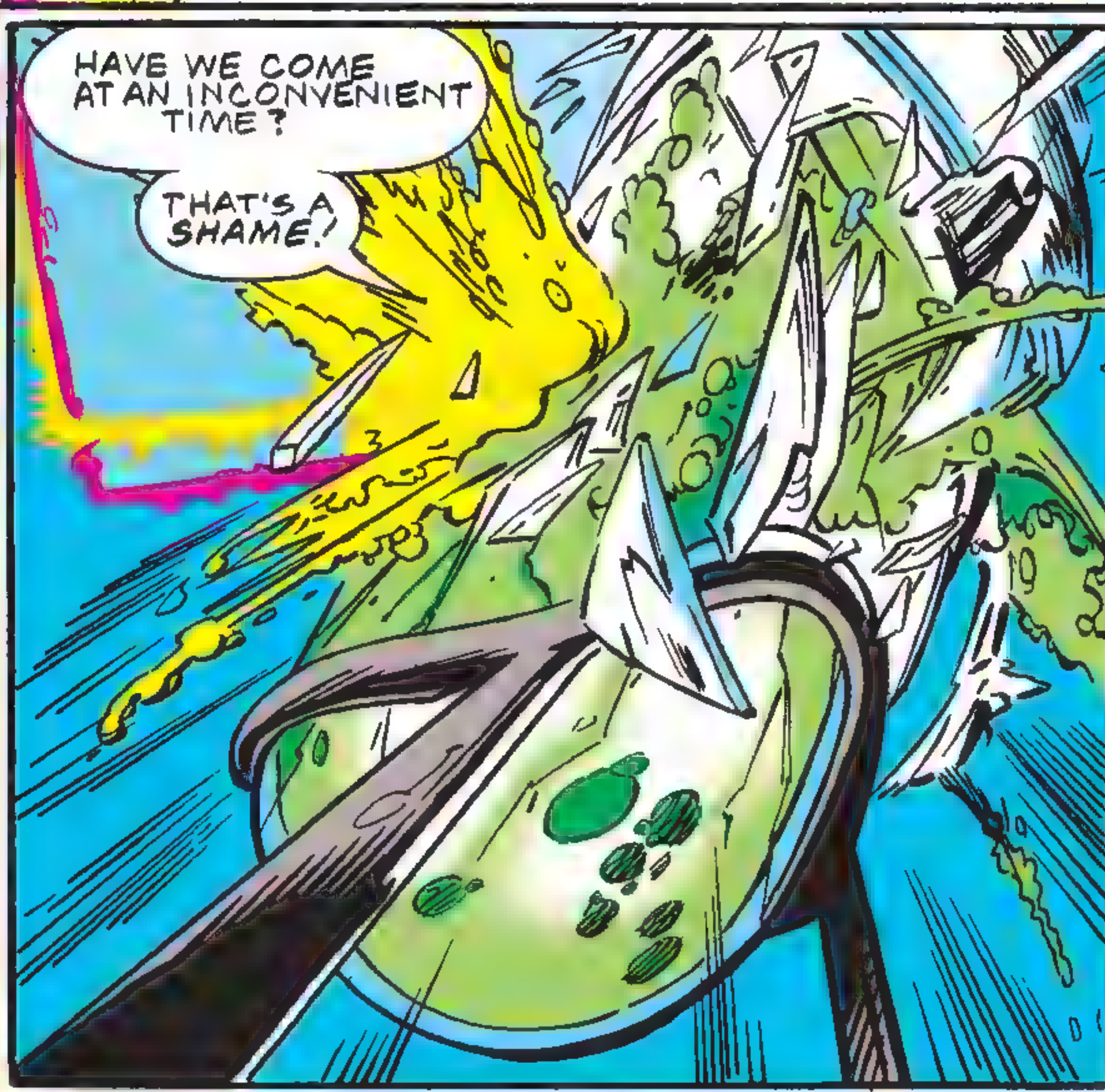
HONEY, WE'RE HOMMMME!

WHY DON'T YOU WHIP UP A NICE BATCH OF ENLARGING SERUM FOR ME AND MY FRIENDS?

NEVER MIND--WE'LL SERVE OURSELVES!

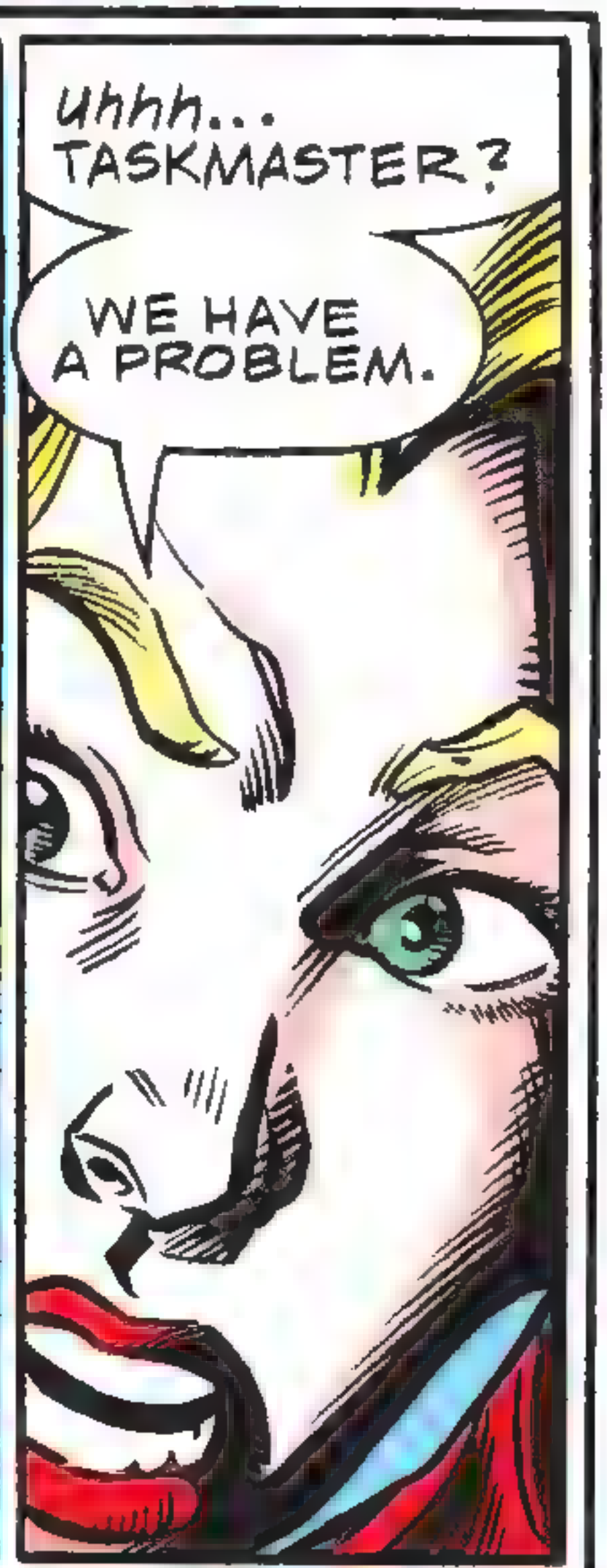
W-WAIT! WE AREN'T READY FOR YOU!

THE PROCESS ISN'T FINISHED YET!



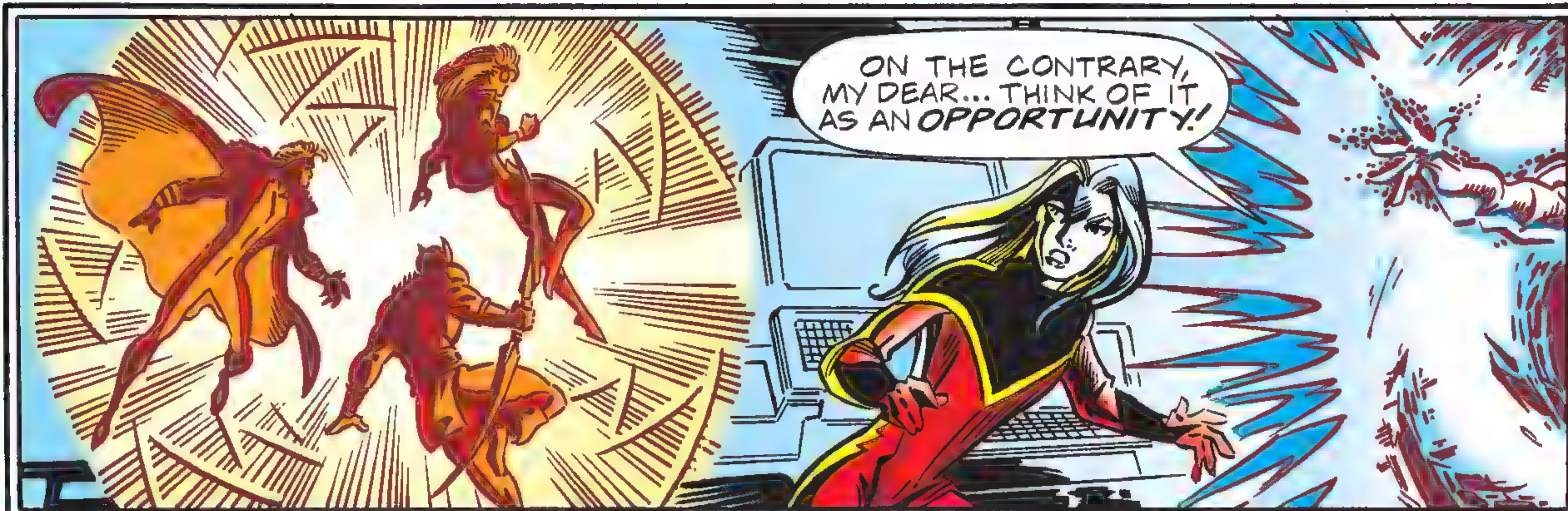
HAVE WE COME AT AN INCONVENIENT TIME?

THAT'S A SHAME!



uhhh... TASKMASTER?

WE HAVE A PROBLEM.



ON THE CONTRARY,
MY DEAR... THINK OF IT
AS AN OPPORTUNITY!

A BAPTISM OF
FIRE FOR MY
NEW ABILITIES!

WHILE I ALWAYS
FOUND MY PHOTO-
GRAPHIC REFLEXES
QUITE ADVANTAGEOUS--

--THEY WERE
LIMITED BY THE
FACT THAT I DO
NOT POSSESS
ANY SUPER-
HUMAN
ATTRIBUTES.

YOU HAVE,
THANKFULLY,
REMOVED THAT
RESTRICTION.

BUT THE
PROCESS WAS
INTERRUPTED--!

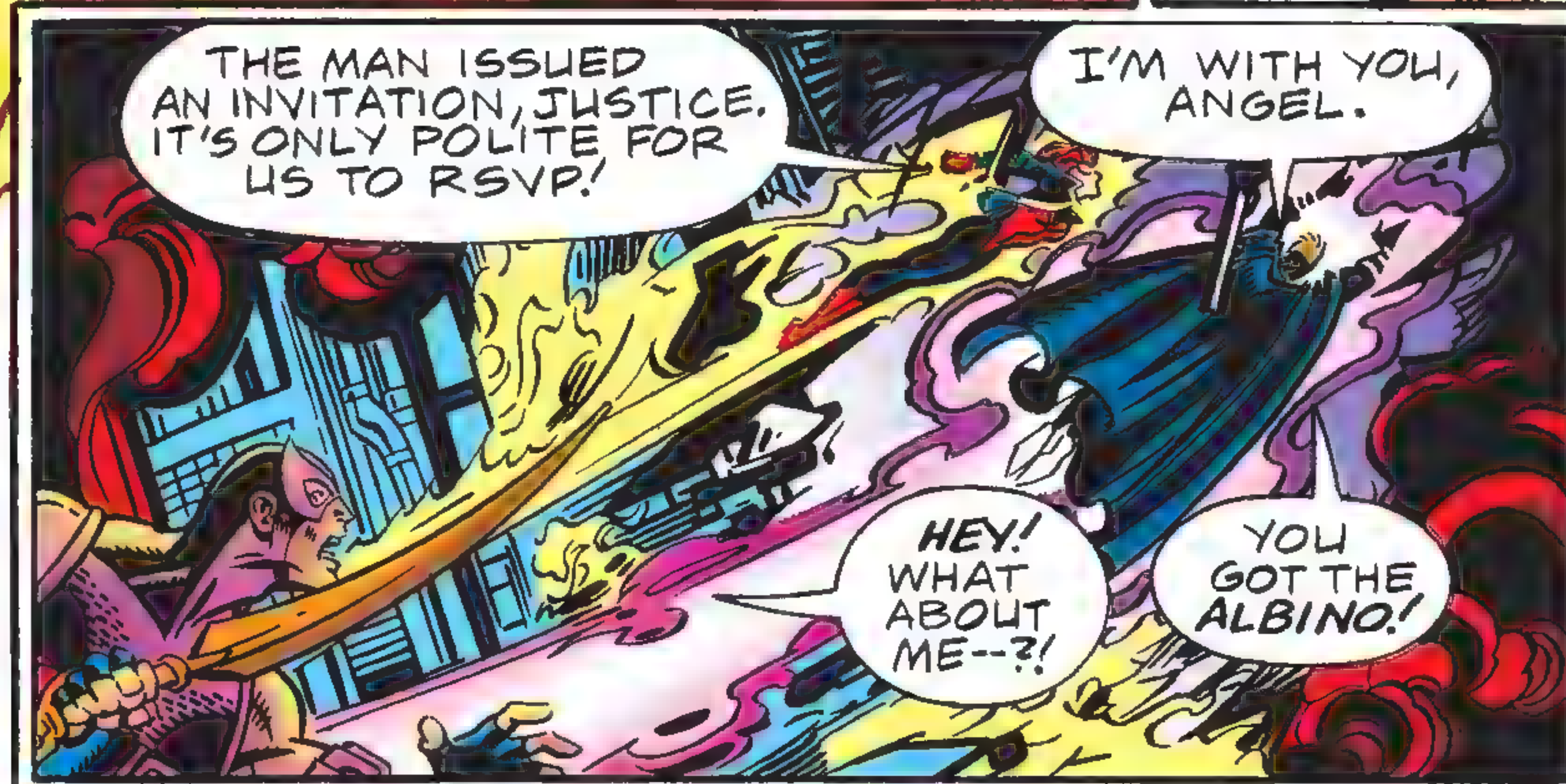
THOSE NEW
POWERS AREN'T
PERMANENT!

EVERY FIELD
TEST HAS ITS
BUMPS, MY
DEAR.

MY NEW
ABILITIES ONLY
NEED TO LAST
LONG ENOUGH
FOR ME TO
CRUSH JUSTICE
AND FIRESTAR!

SINCE
THEY HAVE
FINALLY
REGAINED
THEIR
TRUE
STATURES--

--WE
SHOULD TAKE
THE FIGHT
OUTSIDE
WHERE WE'LL
ALL HAVE
MORE ROOM TO
MANEUVER!



THE MAN ISSUED
AN INVITATION, JUSTICE.
IT'S ONLY POLITE FOR
US TO RSVP!

I'M WITH YOU,
ANGEL.

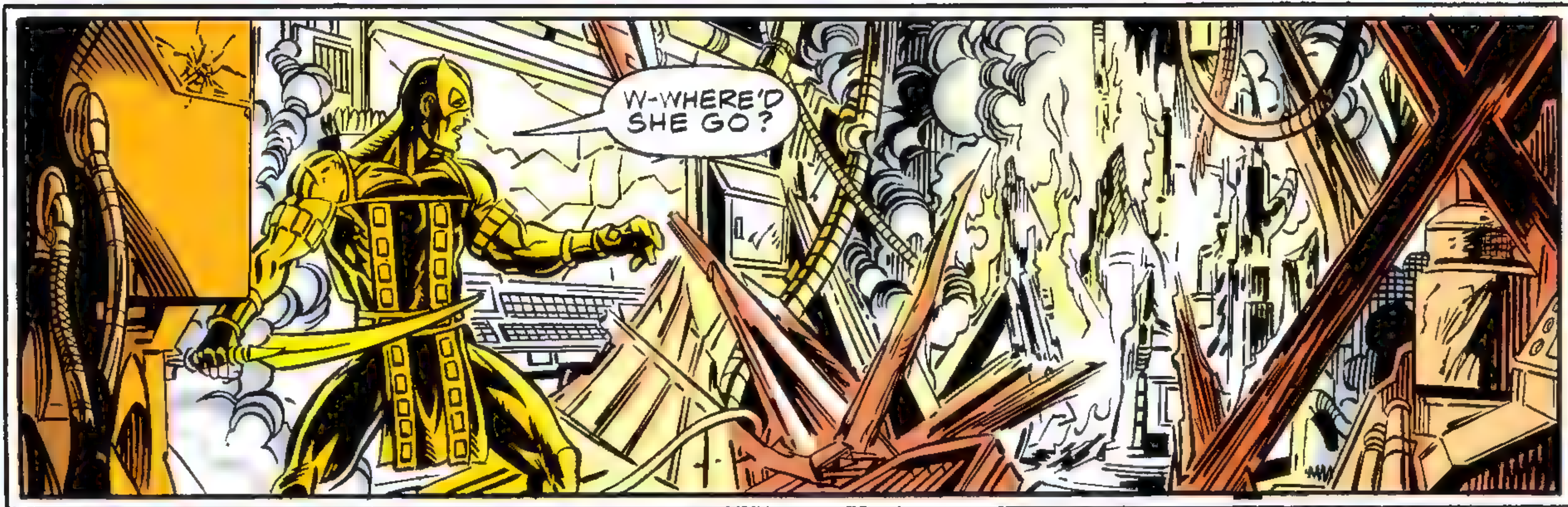
HEY!
WHAT
ABOUT
ME--?!

YOU
GOT THE
ALBINO!

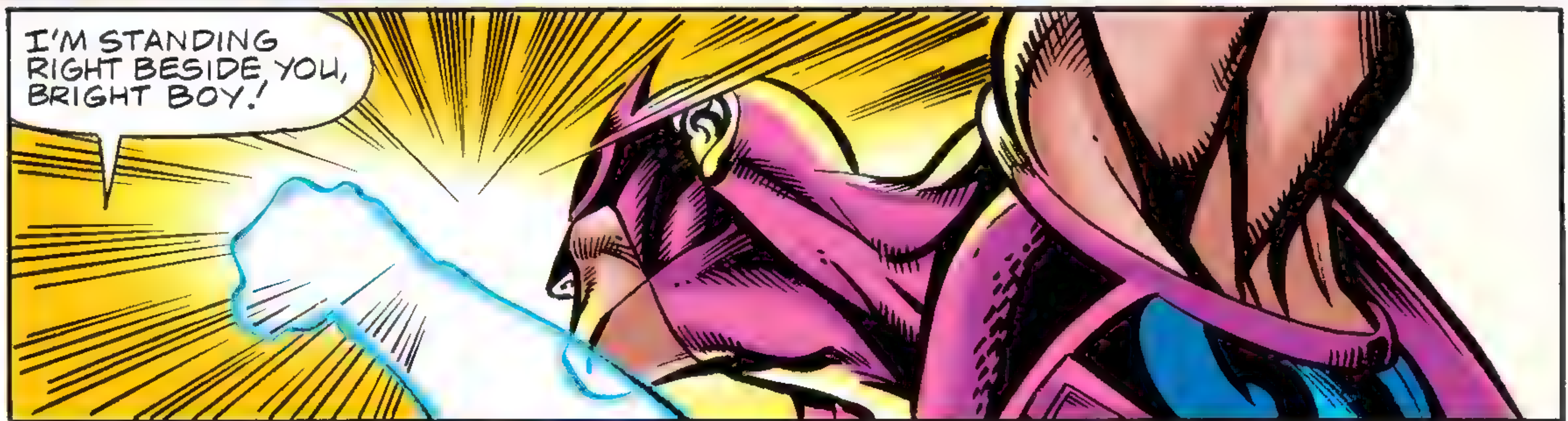
Oh, surrrrrre! YOU TAKE
ON THE FUN VILLAIN WHILE
I END UP WITH THE HELP-
LESS SCIENTIST, AND--

HUH?!

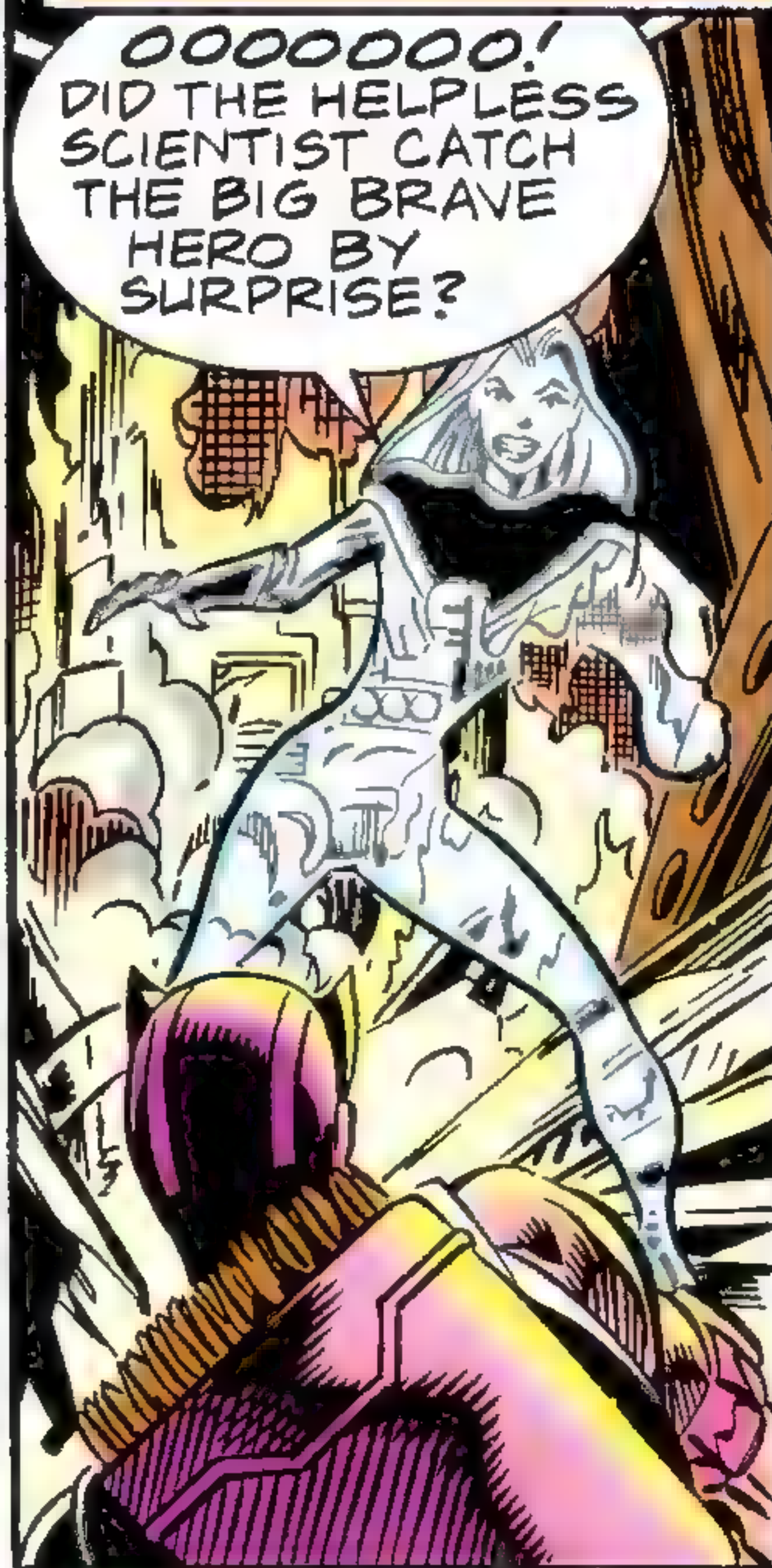




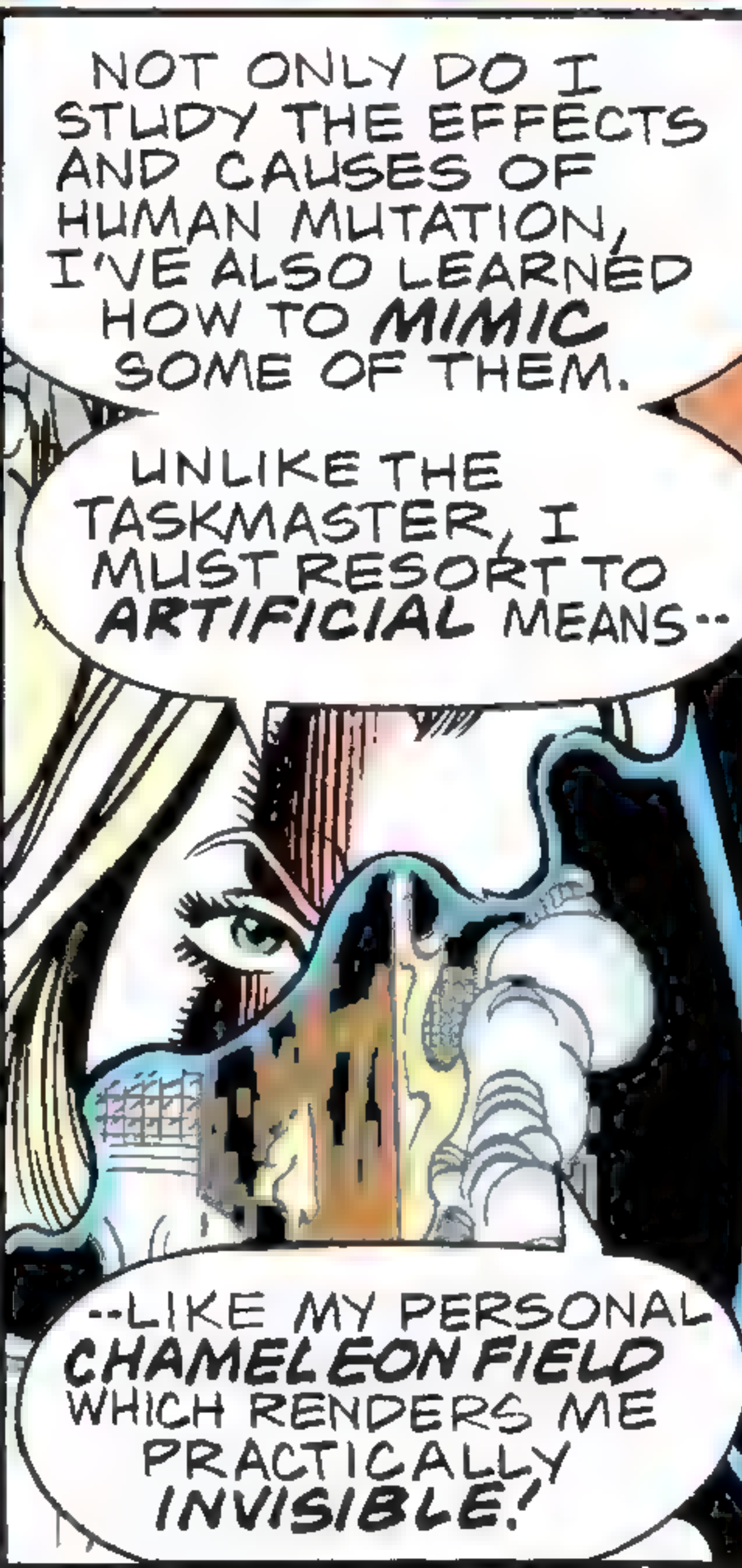
W-WHERE'D SHE GO?



I'M STANDING RIGHT BESIDE YOU, BRIGHT BOY!



OOOOOOO!
DID THE HELPLESS
SCIENTIST CATCH
THE BIG BRAVE
HERO BY
SURPRISE?



NOT ONLY DO I
STUDY THE EFFECTS
AND CAUSES OF
HUMAN MUTATION,
I'VE ALSO LEARNED
HOW TO MIMIC
SOME OF THEM.

UNLIKE THE
TASKMASTER, I
MUST RESORT TO
ARTIFICIAL MEANS--

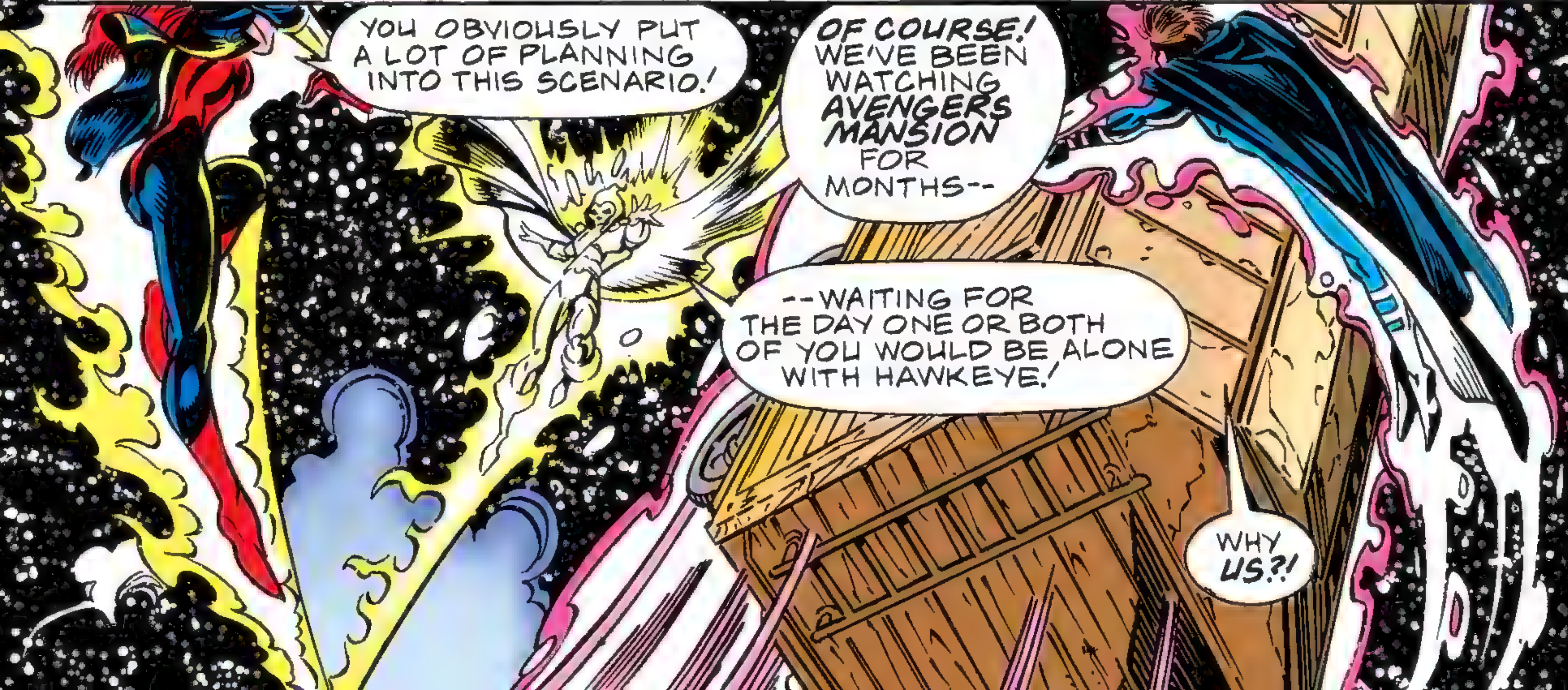
--LIKE MY PERSONAL
CHAMELEON FIELD
WHICH RENDERS ME
PRACTICALLY
INVISIBLE!



I CAN'T SEE
WHY A WOMAN
WITH YOUR LOOKS
WOULD FEEL THE
NEED TO... UGNN--
INVENT SUCH A
DEVICE!

WHAT A
CHARMING
THING TO SAY--

--AND HERE I
THOUGHT YOU WERE
SUCH A BOOR!



YOU OBVIOUSLY PUT
A LOT OF PLANNING
INTO THIS SCENARIO!

OF COURSE!
WE'VE BEEN
WATCHING
**AVENGERS
MANSION**
FOR
MONTHS--

--WAITING FOR
THE DAY ONE OR BOTH
OF YOU WOULD BE ALONE
WITH HAWKEYE!

WHY
US?!



ISN'T IT
OBVIOUS?
IT'S AN
EXPERIMENTAL
PROCESS!

I DIDN'T THINK IT WISE
TO START OFF WITH THE
LIKES OF A QUICKSILVER
OR SCARLET WITCH!

ALTHOUGH, CONSIDERING
HOW WELL I'VE ADJUSTED
TO YOUR POWERS--

-- MAYBE I SHOULD HAVE
GONE WITH SPIDER-MAN!



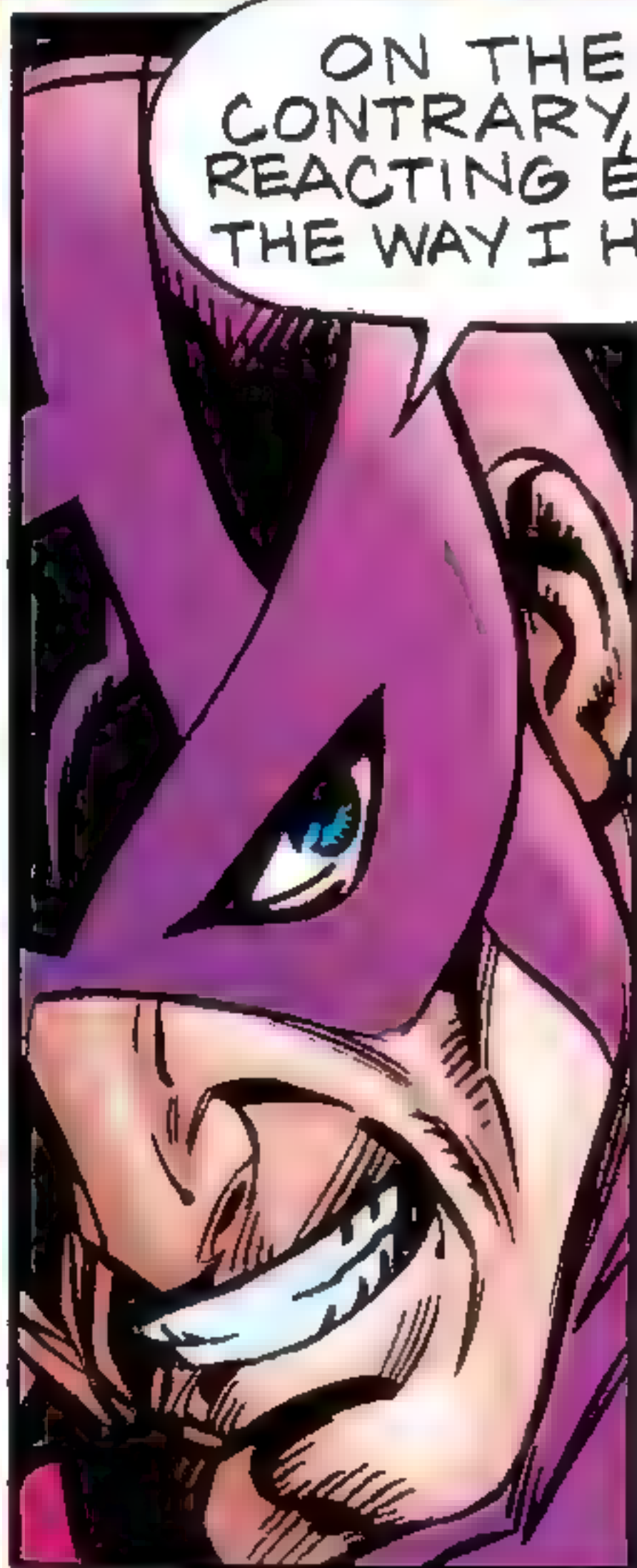
I HEAR HE
JUST LOVES
BEING COPIED!



YOU'RE
WRONG!

COMPLETELY
DELUKING YOURSELF
IF YOU THINK A
FEW SWEET
WORDS CAN
TURN MY
HEAD!

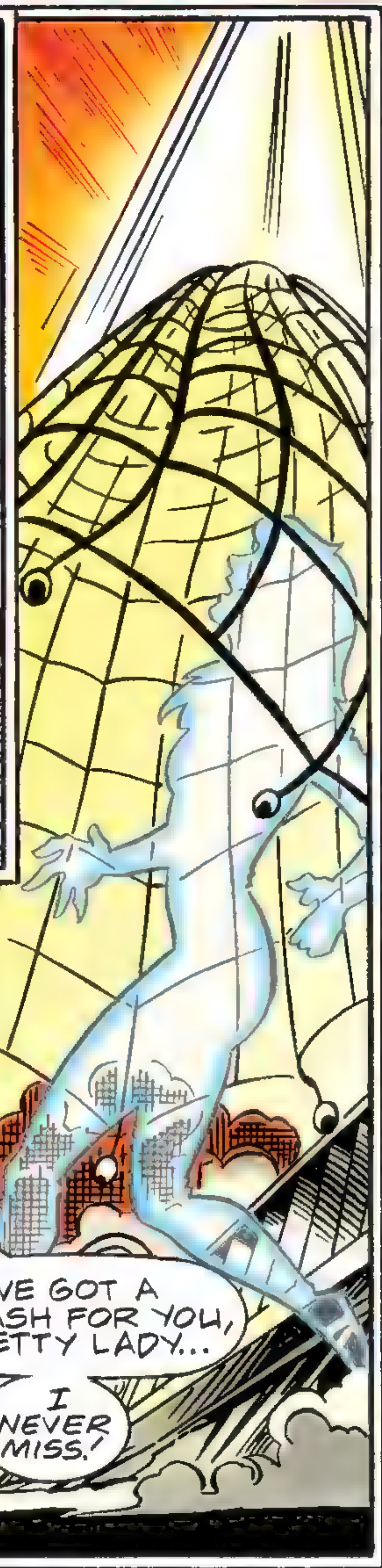
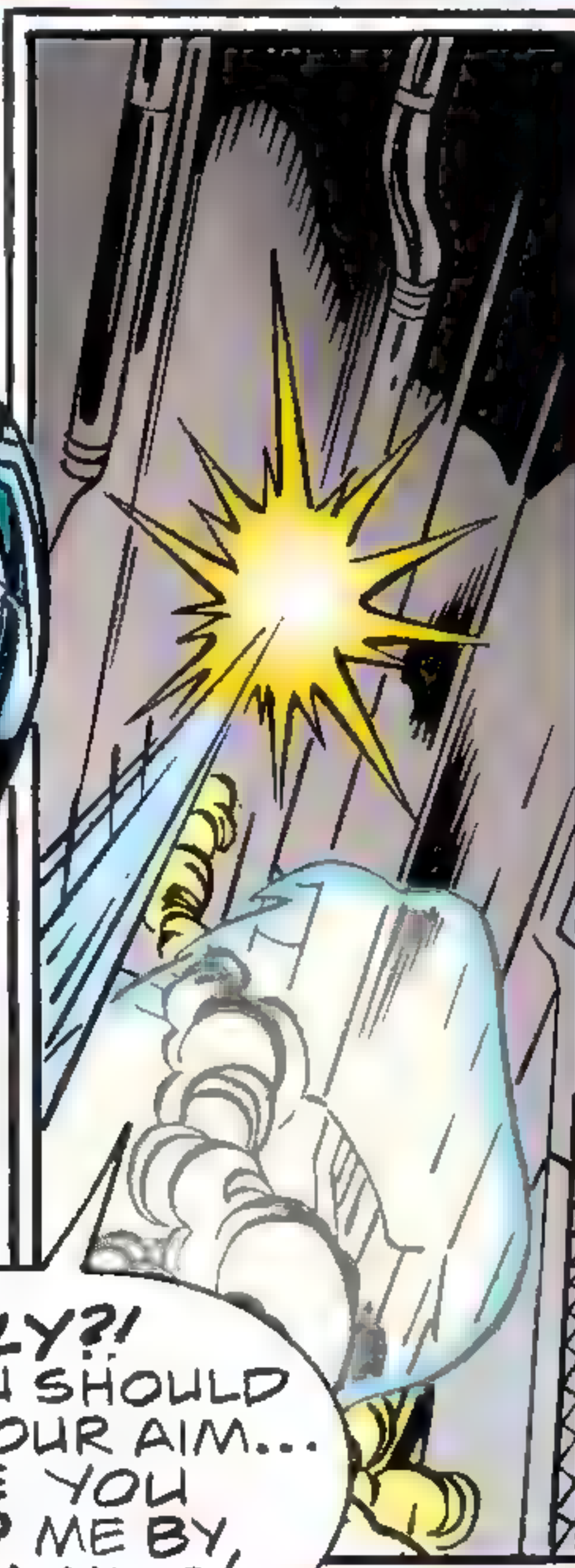
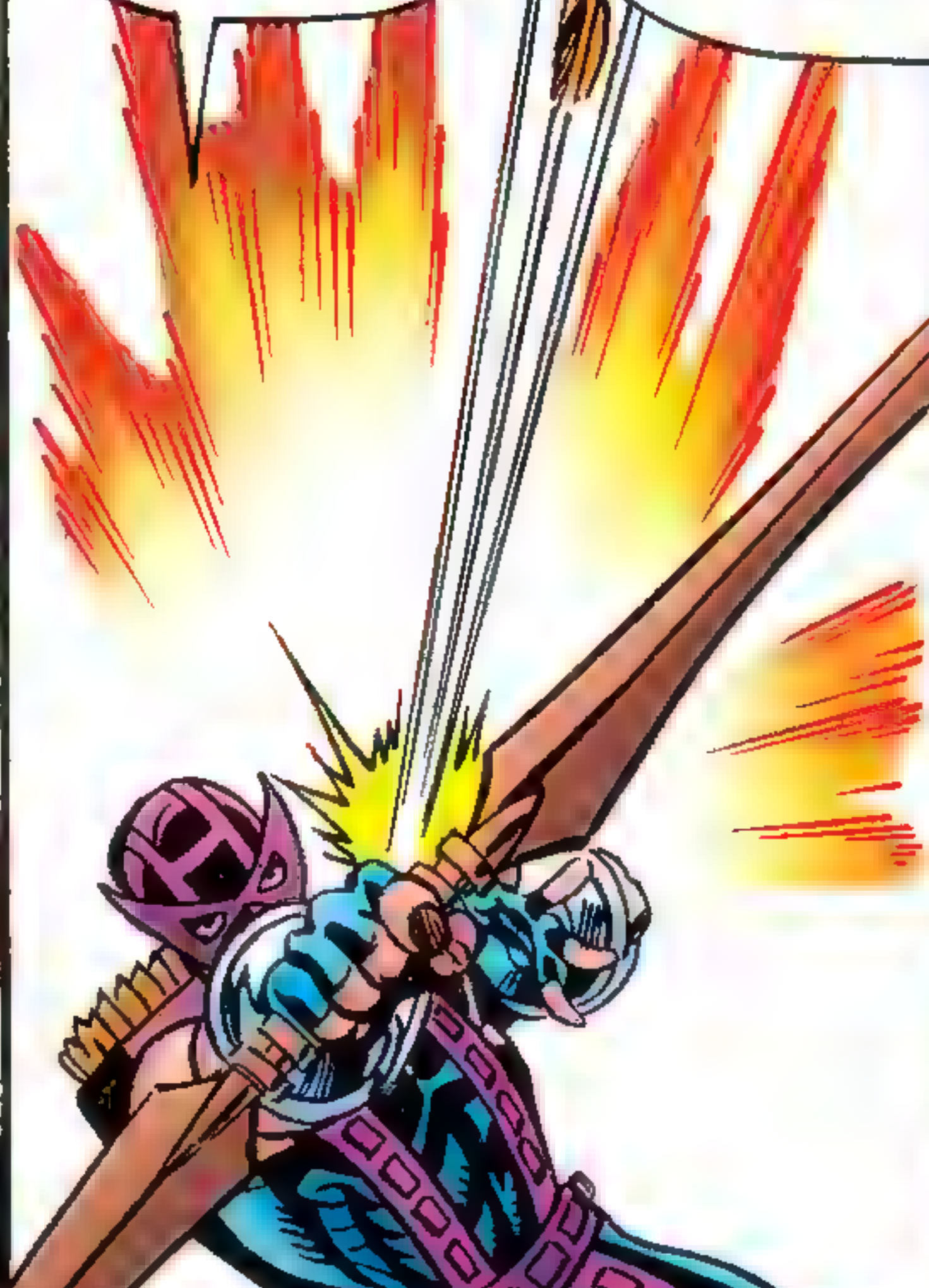
I DON'T
RESPOND
WELL TO
FALSE
FLATTERY!



ON THE
CONTRARY, YOU'RE
REACTING EXACTLY
THE WAY I HOPED--

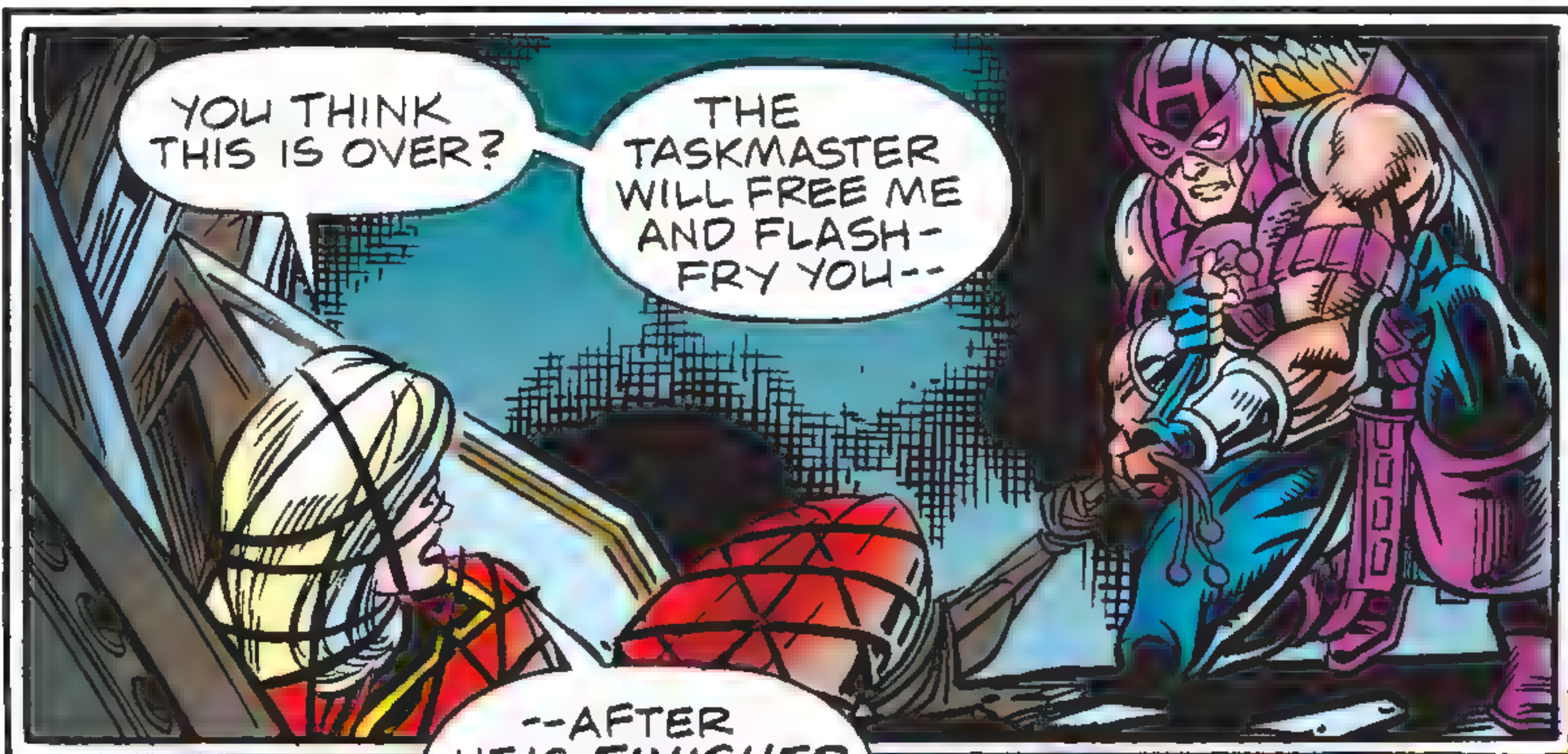
-- BY
EXPOSING
YOUR
POSITION!

REALLY?!
THEN YOU SHOULD
POLISH YOUR AIM...
BECAUSE YOU
MISSED ME BY
ALMOST A MILE!



I'VE GOT A
FLASH FOR YOU,
PRETTY LADY...

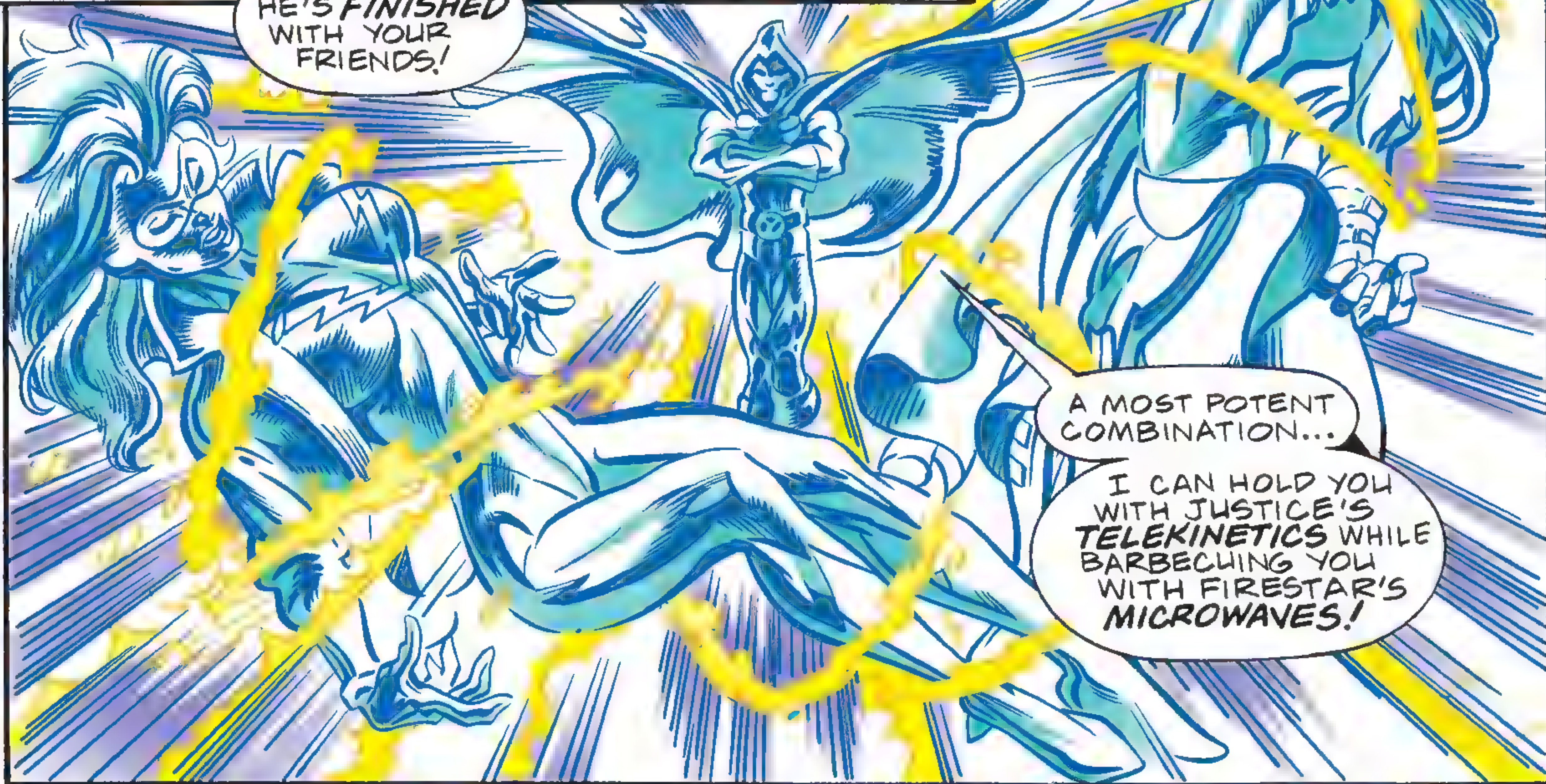
I
NEVER
MISS!



YOU THINK THIS IS OVER?

THE TASKMASTER WILL FREE ME AND FLASH-FRY YOU--

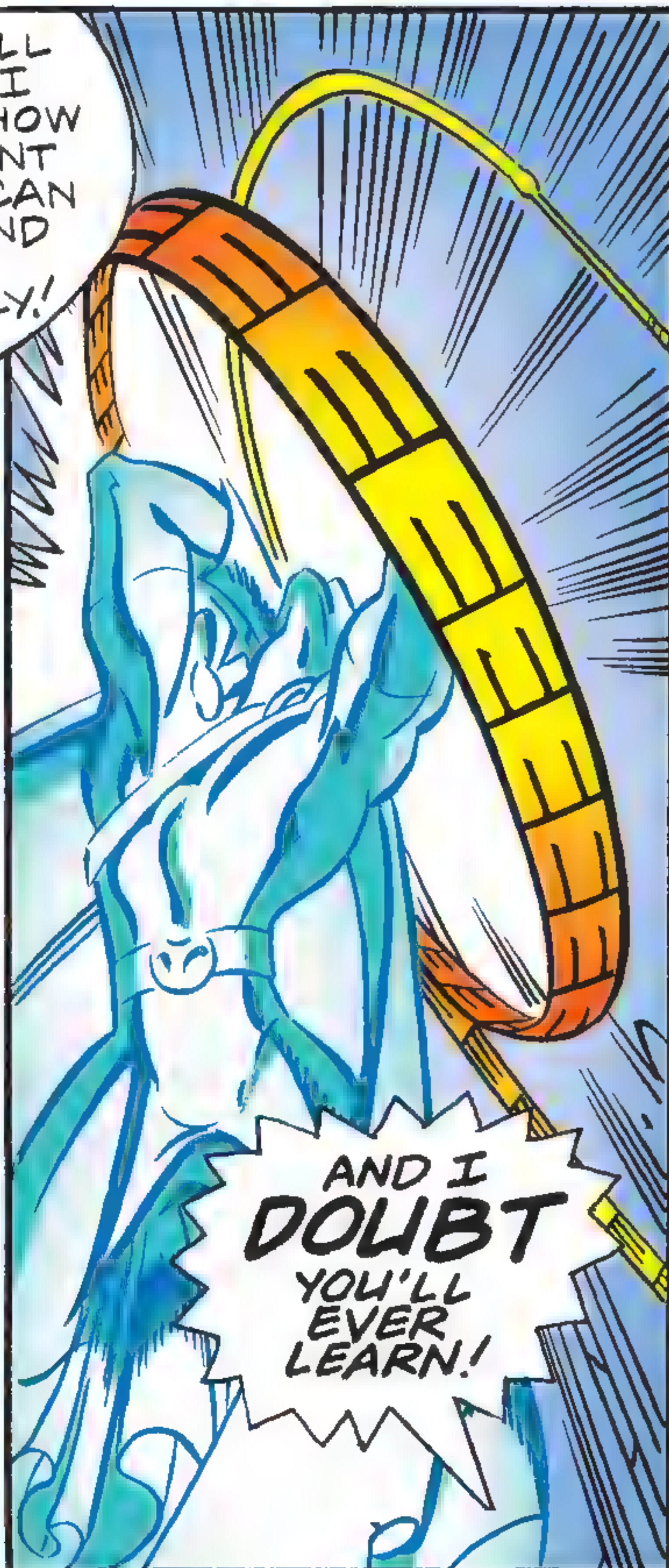
--AFTER HE'S FINISHED WITH YOUR FRIENDS!



A MOST POTENT COMBINATION...

I CAN HOLD YOU WITH JUSTICE'S **TELEKINETICS** WHILE BARBECUING YOU WITH FIRESTAR'S **MICROWAVES!**

SINCE THIS IS ALL SO NEW TO ME, I HAVE NO IDEA HOW **MANY** DIFFERENT SUPER POWERS CAN BE RETAINED AND EXPLOITED SIMULTANEOUSLY!



AND I **DOUBT** YOU'LL EVER LEARN!

NICE **DISTRACTION**, HAWKEYE--

--EVEN THOUGH YOU'RE REPEATING ARROWS, AGAIN!



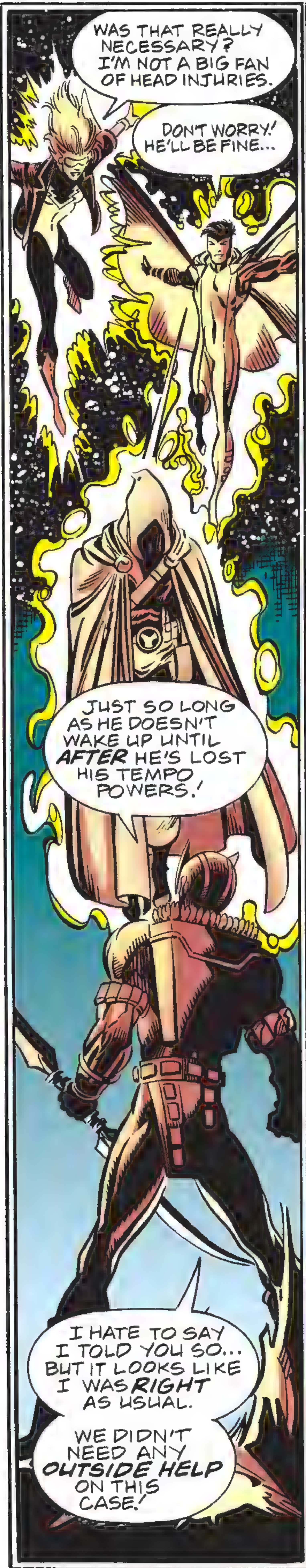
YOU MAY BE ABLE TO **APE** OUR POWERS, TASK-MASTER--

--BUT WE STILL HAVE MORE **EXPERIENCE** WITH THEM--

--AS THIS **TK HEADBUTT** CLEARLY ILLUSTRATES!



URGKK



WAS THAT REALLY
NECESSARY?
I'M NOT A BIG FAN
OF HEAD INJURIES.

DON'T WORRY!
HE'LL BE FINE...

JUST SO LONG
AS HE DOESN'T
WAKE UP UNTIL
AFTER HE'S LOST
HIS TEMPO
POWERS!

I HATE TO SAY
I TOLD YOU SO...
BUT IT LOOKS LIKE
I WAS **RIGHT**
AS USUAL.

WE DIDN'T
NEED ANY
OUTSIDE HELP
ON THIS
CASE!



NOW
YOU TELL
US--!



T-THE
NEW
WARRIORS--?!

W-WHAT
ARE YOU
DOING
HERE?!

FIRESTAR
CALLED,
AND ASKED
US TO BACK
YOUR PLAY.



Oh.

SHE DID...

DID SHE?!



AVENGERS RESERVE MEMBER
FIRESTAR--
FRONT AND CENTER!

I BELIEVE
YOU OWE ME AN
EXPLANATION.

YOU SPECIFICALLY
SAID I COULDN'T ALERT
ANY OTHER
AVENGERS...



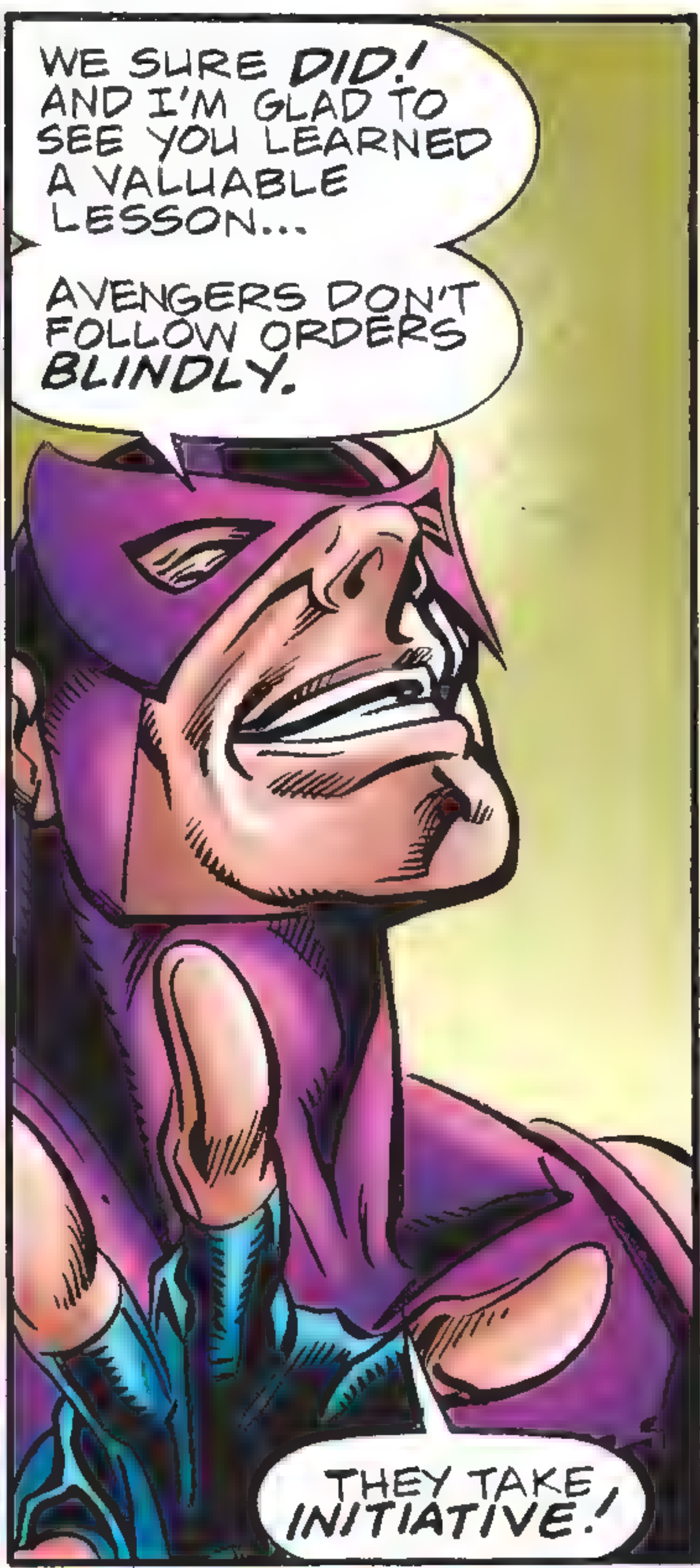
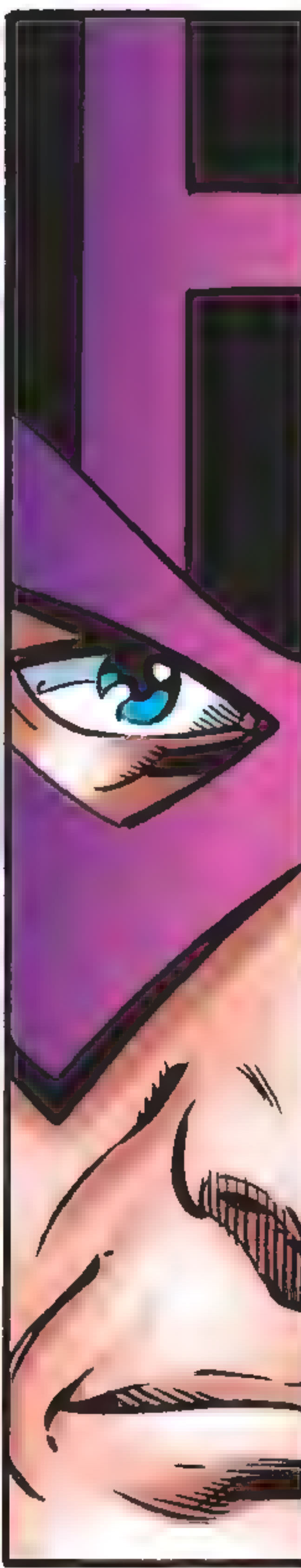
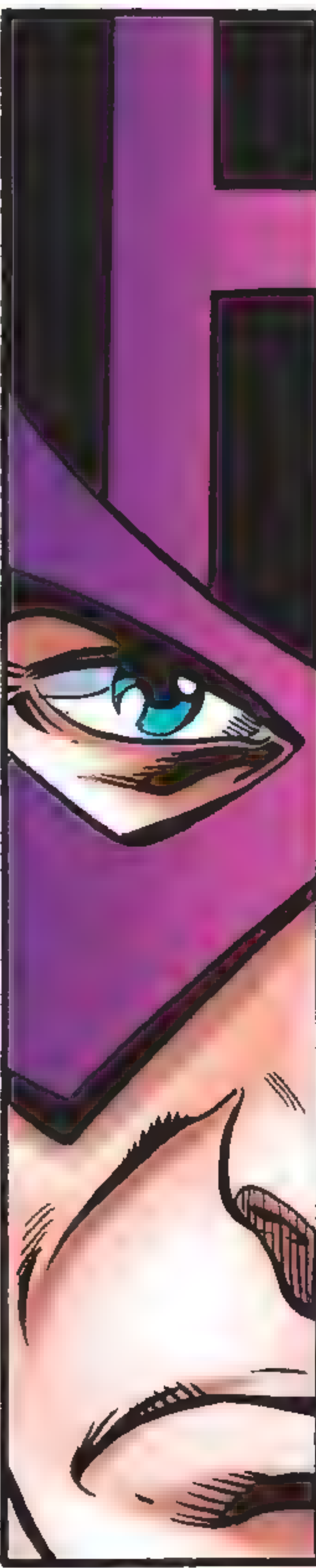
...SO I
DIDN'T!



C'MON, HAWK!
GET OFF HER
BACK!

SHE DID
REAL GOOD
TODAY!

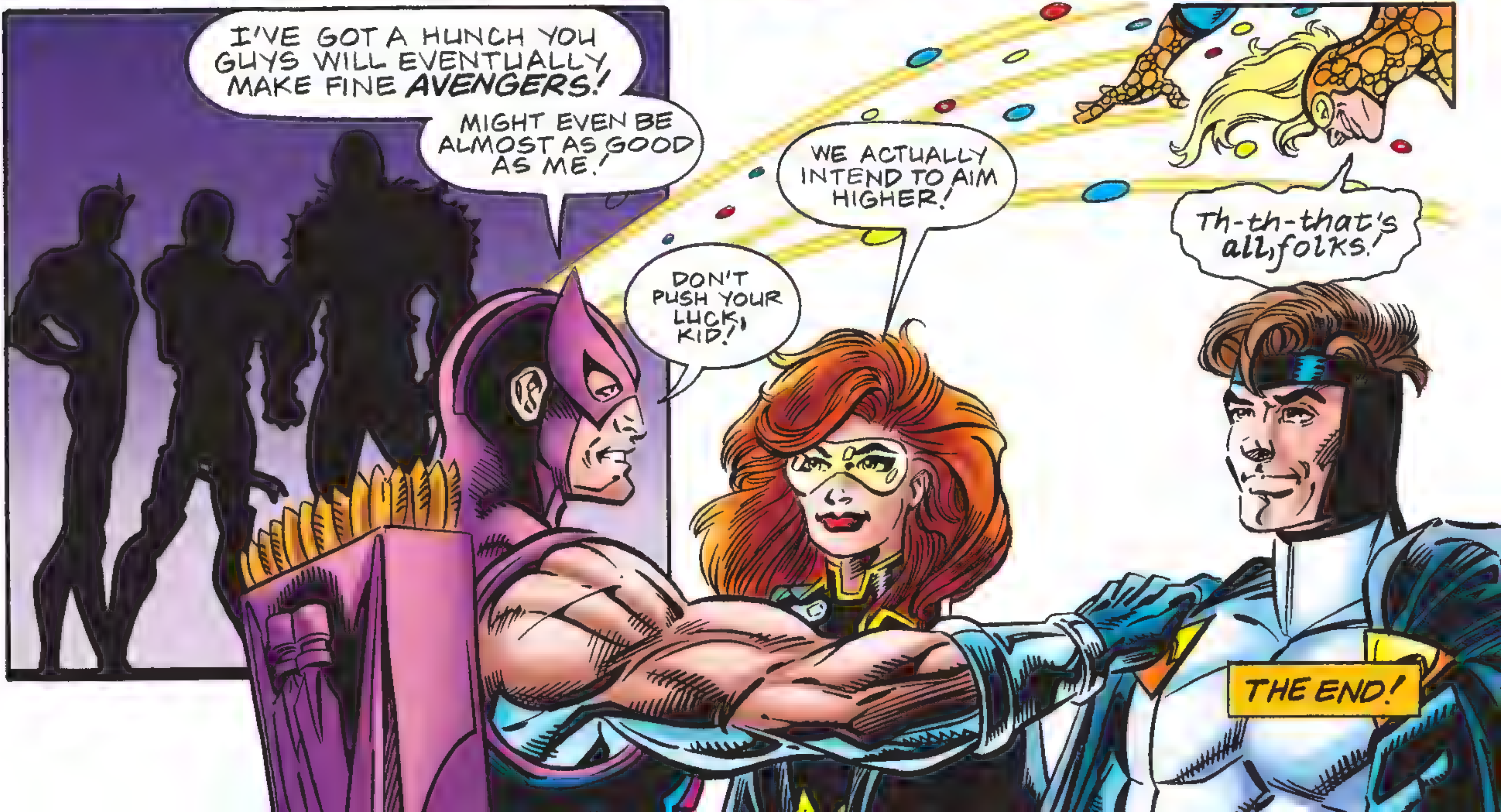
WE
ALL
DID!



WE SURE DID!
AND I'M GLAD TO
SEE YOU LEARNED
A VALUABLE
LESSON...

AVENGERS DON'T
FOLLOW ORDERS
BLINDLY.

THEY TAKE
INITIATIVE!



I'VE GOT A HUNCH YOU
GUYS WILL EVENTUALLY
MAKE FINE AVENGERS!

MIGHT EVEN BE
ALMOST AS GOOD
AS ME!

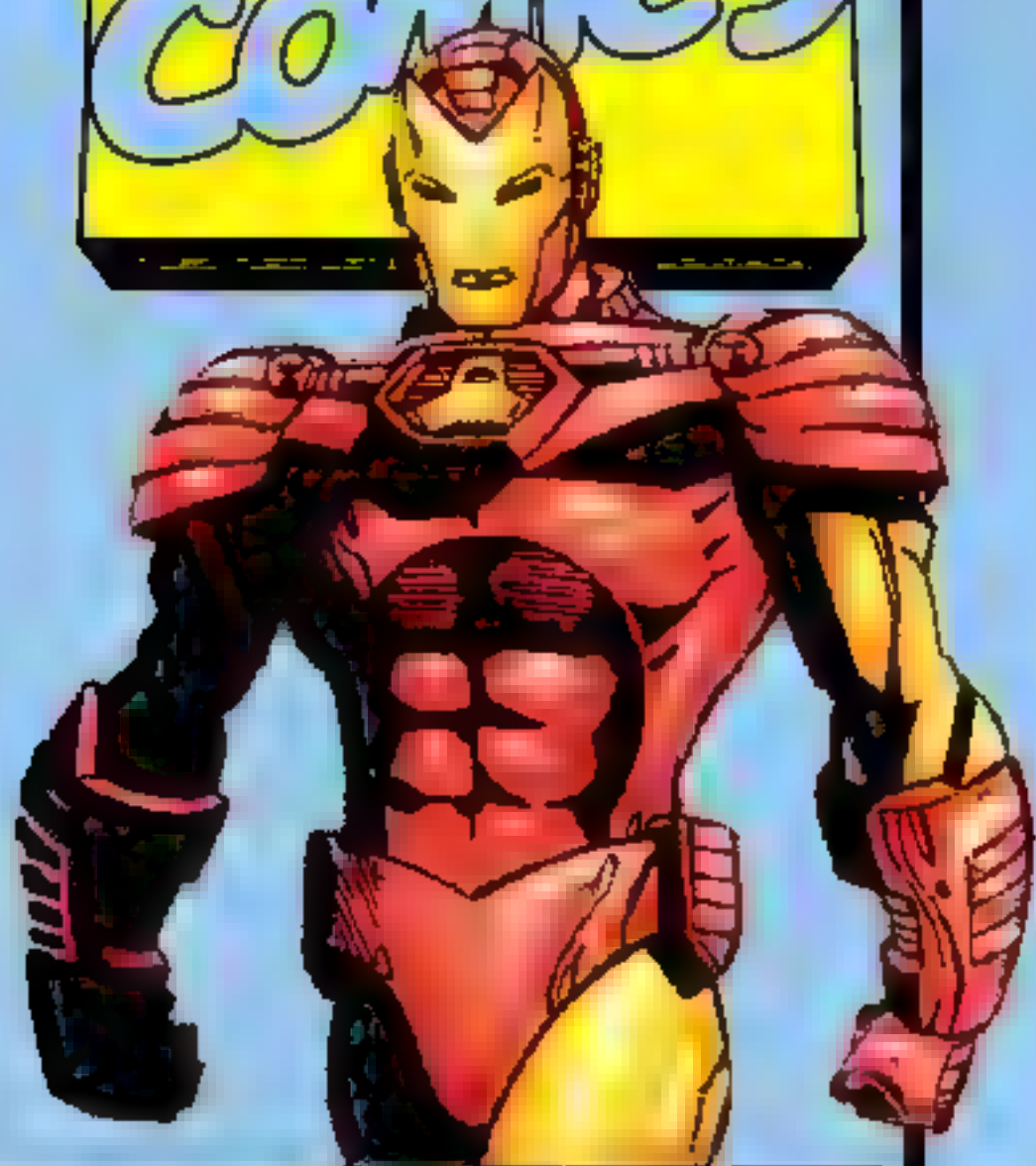
WE ACTUALLY
INTEND TO AIM
HIGHER!

DON'T
PUSH YOUR
LUCK,
KID!

Th-th-that's
all, folks!

THE END!

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#7

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CODE
AUTHORITY

WWW.MARVEL.COM

LIVE FREE OR DIE! ¹⁴

IRON MAN



BUSIEK
CHEN
CANNON
PARSONS

CHEN
Liang!

THE MOON.
LUNA.

OUR PLANET'S ONLY
NATURAL SATELLITE,
IT REVOLVES
AROUND US AT A
MEAN DISTANCE OF
384,400 MILES --

-- AND ITS LUMINOUS,
LIFELESS BULK HAS
FOR YEARS PROVED
FASCINATING TO MEN,
WHETHER SCIENTISTS
OR POETS.

BUT LUNA HAS NOT
BEEN AS LIFELESS
AS SHE APPEARS
FROM EARTH.

IN THE MYSTERIOUS
BLUE AREA, CONSTRUCTED
MILLIONS OF YEARS AGO
BY ONE ALIEN RACE FOR
THE TESTING OF ANOTHER--

-- A CAPTIVE ATMOSPHERE
SUPPORTED LIFE, WHETHER
IT WAS THE PRIMITIVE, LONG-
AGO KREE OR THE UNCANNY
INHUMANS.

BUT TODAY, THE BLUE AREA LIES SHATTERED, AS IT
HAS FOR MONTHS -- ITS PROUD BUILDINGS TOPPLED,
ITS ATMOSPHERE GENERATORS INACTIVE.*

THE CITADEL OF THE
ENIGMATIC ALIEN NAMED
THE WATCHER SITS ONCE
AGAIN AT ONE EDGE OF
THE RUINED EXPANSE, BUT
AS FOR THE BLUE AREA
ITSELF, IT IS DEAD,
EMPTY --

-- NO LONGER
CAPABLE OF
SUSTAINING LIFE.

*EVER SINCE FANTASTIC FOUR:
ATLANTIS RISING #1-- BOBBIE

OR...
IS IT?

ALL HAIL,
YOU WHO WERE
RETURNED TO US
FROM THE
GRAVE!

ALL HAIL,
YOU WHO ARE
THE SUM OF OUR
HISTORY'S GREATEST
STATESMEN AND
PHILOSOPHERS
MADE FLESH!
ALL HAIL!

YOU HAVE LANGUISHED TOO LONG BENEATH THE SURFACE OF EARTH* -- AND WE PRAISE THE DEAD GODS OF HALA FOR OUR SUCCESS IN RESCUING YOU!

WE HAVE LAIN IN WAIT SINCE OUR LAST DEFEAT,** PLANNING AND PREPARING FOR OUR INEVITABLE RETRIBUTION! AND NOW --

-- IN THE MEMORY OF SRO-HIMM, ZAREK AND THE OTHER KREE HEROES WHO TOOK THIS CHUNK OF ROCK CALLED LUNA AS THEIR STAGING BASE --

-- WE RENAME OURSELVES THE LUNATIC LEGION, AND REDEDICATE OURSELVES TO OUR SOLE AND UNYIELDING PURPOSE!

THE VENGEANCE OF THE KREE AGAINST THE COWARDLY DOGS OF EARTH!

EARTH'S "HEROES," THE AVENGERS, SHOWED THEIR TRUE COLORS WHEN THEY CLAIMED YOU SET OFF THE NEGA-BOMB THAT DESTROYED OUR EMPIRE!***

BUT NOW WE FORCE THEIR LIES BACK DOWN THEIR THROATS -- IN THE NAME OF THE KREE EMPIRE, AND OF ITS MASTER -- THE

SUPREME INTELLIGENCE!

*AS SEEN IN THE IMPERIAL GUARD MINI-SERIES. **IN AVENGERS #379. ***AND RIGHTLY SO, AS SHOWN IN AVENGERS #347. -- BOBBIE.

I... THANK YOU, ADMIRAL GALEN KOR, BOTH FOR MY RESCUE AND YOUR UNSWERVING LOYALTY. YOU ARE... A TRUE SOLDIER OF THE KREE.

HOW PROCEED YOUR PLANS FOR RETRIBUTION ON THE HUMANS?

THE HUMANS DO NOT SUSPECT, SUPREMO, AND WE ARE ALMOST READY.

SOON, WE STRIKE -- AND EARTH FALLS FOREVER TO THE NEW KREE EMPIRE!

THE SIX SOLDIERS TURN AS ONE AND DEPART, LEAVING THE SUPREME INTELLIGENCE ALONE WITH ITS VAST THOUGHTS.

IT NEEDS THEM, IT REALIZES, AND THEIR FANATICAL NATIONALISM IS USEFUL. BUT IT IS ITS PLANS THAT MUST REMAIN PARAMOUNT -- ITS, NOT THEIRS.

IT HAS ALREADY TAKEN STEPS TO ENSURE THE PROPER OUTCOME OF THEIR STRIKE ON EARTH. HOWEVER...

...IT MAY HAVE TO TAKE OTHERS...

BEVERLY, A SUBURBAN
COMMUNITY TO THE
NORTH OF BOSTON...

**LIVE
KREE
OR
DIE!**

1 OF **4**

BY

KURT
BUSIEK &
SEAN
CHEN

ERIC
CANNON &
SEAN
PARSONS

INKS

COMICRAFT
LETTERS

STEVE OLIFF
COLORS

BOBBIE CHASE
EDITOR

BOB HARRAS
CHIEF

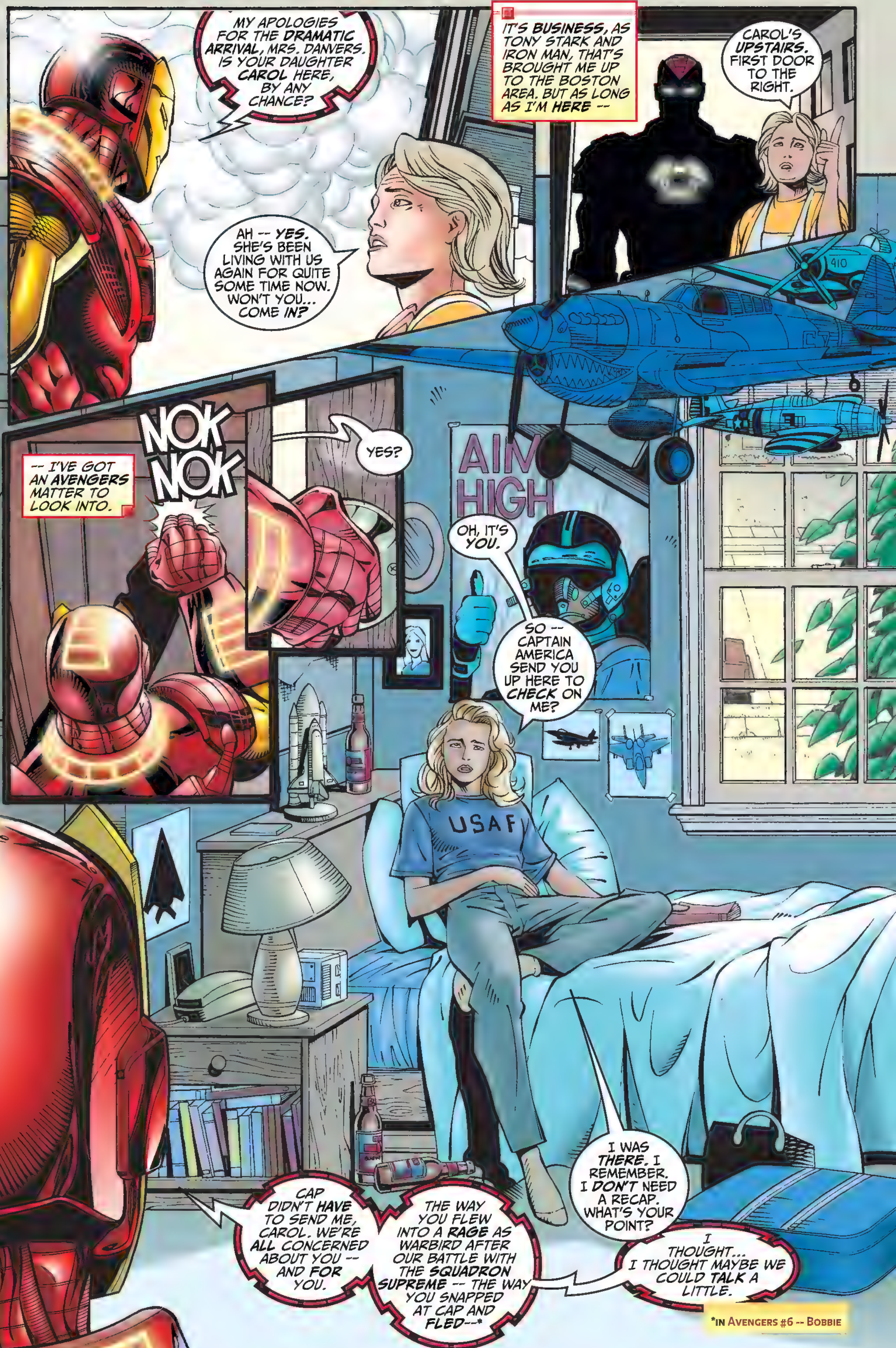
SPECIAL THANKS TO:
RICHARD HOWELL
FOR PLOT ASSISTANCE

THE
StanLee
presents:
ARMORED AVENGER

MRS.
DANVERS?

I-IRON
MAN?!

BAD MOON RISING



MY APOLOGIES FOR THE DRAMATIC ARRIVAL, MRS. DANVERS. IS YOUR DAUGHTER CAROL HERE, BY ANY CHANCE?

IT'S BUSINESS, AS TONY STARK AND IRON MAN, THAT'S BROUGHT ME UP TO THE BOSTON AREA. BUT AS LONG AS I'M HERE --

CAROL'S UPSTAIRS. FIRST DOOR TO THE RIGHT.

AH -- YES. SHE'S BEEN LIVING WITH US AGAIN FOR QUITE SOME TIME NOW. WON'T YOU... COME IN?

-- I'VE GOT AN AVENGERS MATTER TO LOOK INTO.

NOK NOK

YES?

OH, IT'S YOU.

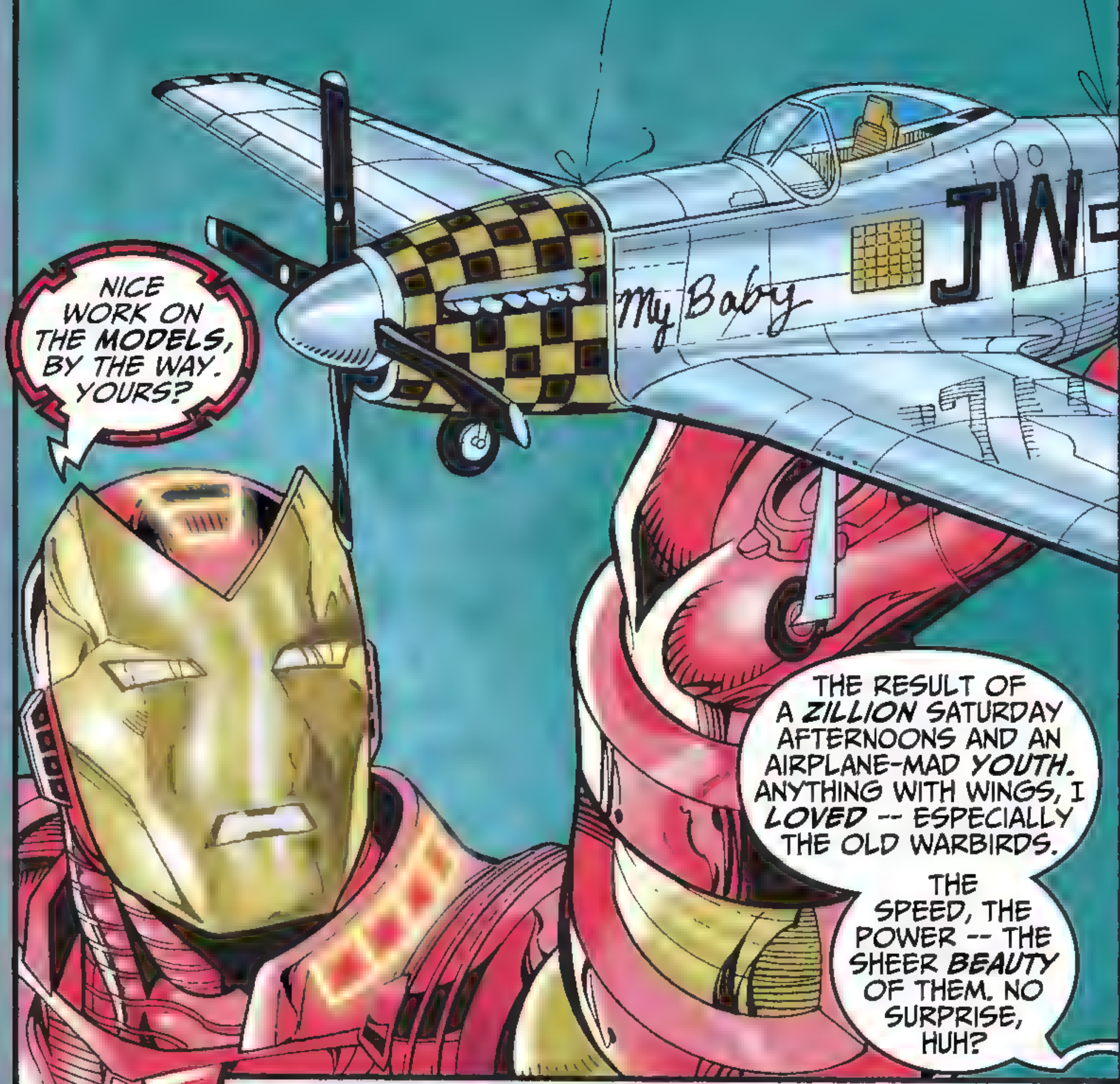
SO -- CAPTAIN AMERICA SEND YOU UP HERE TO CHECK ON ME?

I WAS THERE. I REMEMBER. I DON'T NEED A RECAP. WHAT'S YOUR POINT?

I THOUGHT... I THOUGHT MAYBE WE COULD TALK A LITTLE.

CAP DIDN'T HAVE TO SEND ME, CAROL. WE'RE ALL CONCERNED ABOUT YOU -- AND FOR YOU.

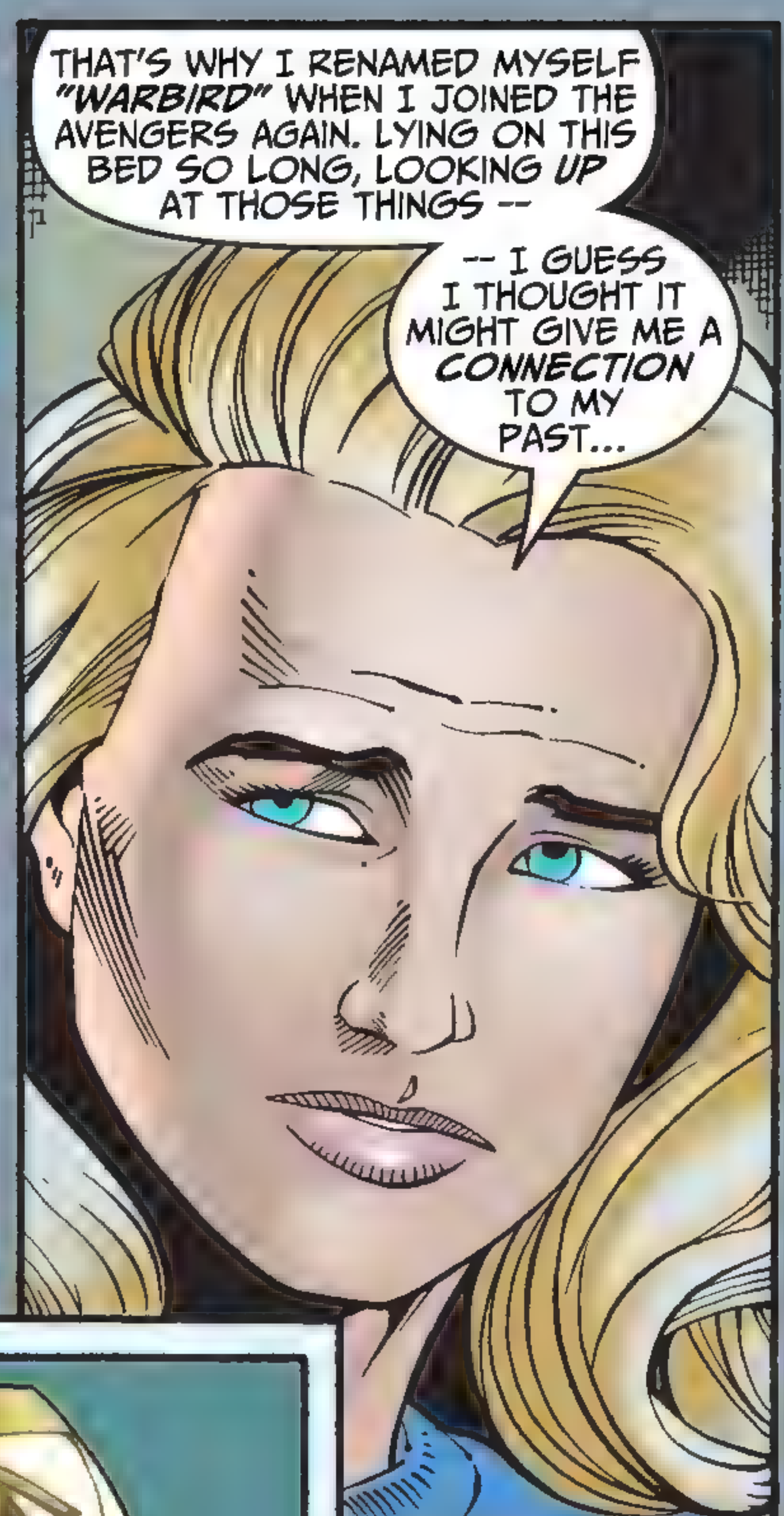
THE WAY YOU FLEW INTO A RAGE AS WARBIRD AFTER OUR BATTLE WITH THE SQUADRON SUPREME -- THE WAY YOU SNAPPED AT CAP AND FLED--



NICE WORK ON THE MODELS, BY THE WAY. YOURS?

THE RESULT OF A ZILLION SATURDAY AFTERNOONS AND AN AIRPLANE-MAD YOUTH. ANYTHING WITH WINGS, I LOVED -- ESPECIALLY THE OLD WARBIRDS.

THE SPEED, THE POWER -- THE SHEER BEAUTY OF THEM. NO SURPRISE, HUH?



THAT'S WHY I RENAMED MYSELF "WARBIRD" WHEN I JOINED THE AVENGERS AGAIN. LYING ON THIS BED SO LONG, LOOKING UP AT THOSE THINGS --

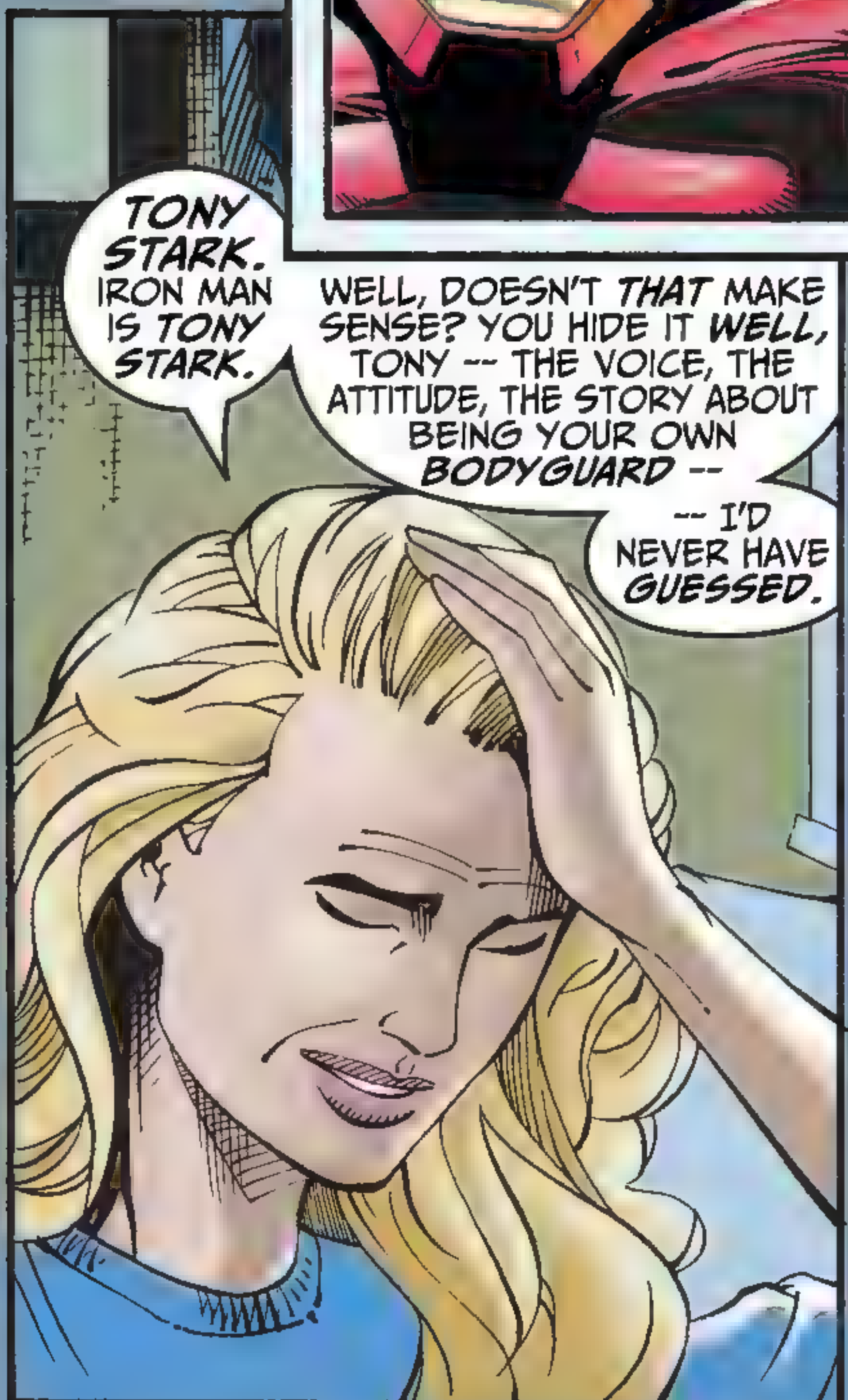
-- I GUESS I THOUGHT IT MIGHT GIVE ME A CONNECTION TO MY PAST...



THE WAY SHE SAYS IT -- SADLY, ALMOST BITTERLY -- MAKES ME REALIZE THAT HER TROUBLES MAY GO DEEPER THAN I'D THOUGHT.

LOOK, CAROL -- I DIDN'T COME HERE TO ARGUE WITH YOU. I JUST THOUGHT THAT -- WELL, MAYBE--

-- I MIGHT BE ABLE TO HELP.



TONY STARK. IRON MAN IS TONY STARK.

WELL, DOESN'T THAT MAKE SENSE? YOU HIDE IT WELL, TONY -- THE VOICE, THE ATTITUDE, THE STORY ABOUT BEING YOUR OWN BODYGUARD --

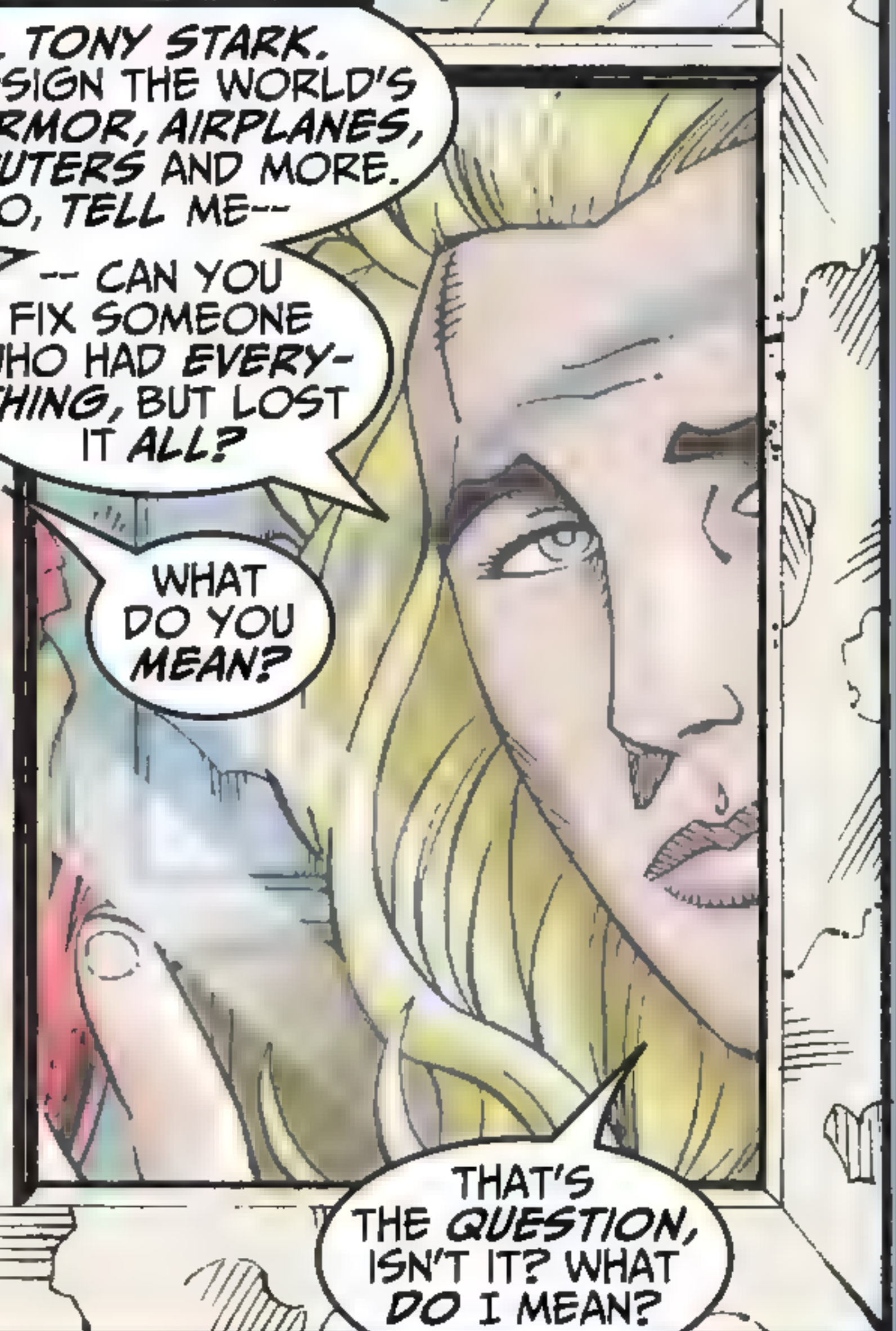
-- I'D NEVER HAVE GUESSED.



SO. TONY STARK. YOU DESIGN THE WORLD'S BEST ARMOR, AIRPLANES, COMPUTERS AND MORE. SO, TELL ME--

-- CAN YOU FIX SOMEONE WHO HAD EVERYTHING, BUT LOST IT ALL?

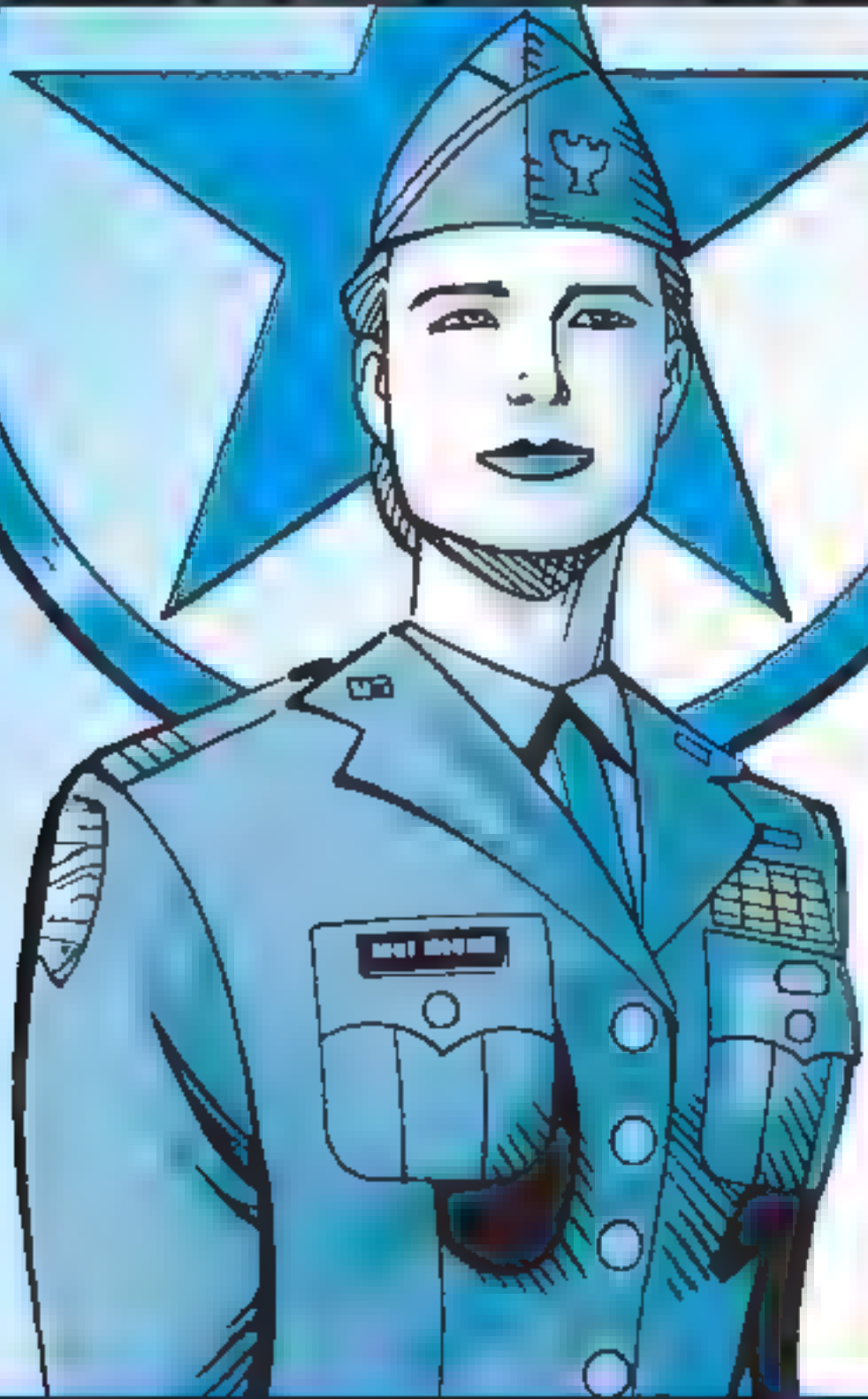
WHAT DO YOU MEAN?



THAT'S THE QUESTION, ISN'T IT? WHAT DO I MEAN?

"MAJOR CAROL SUSAN JANE DANVERS, USAF. THAT WAS ME. I JOINED THE AIR FORCE BECAUSE I LOVED AIRPLANES --

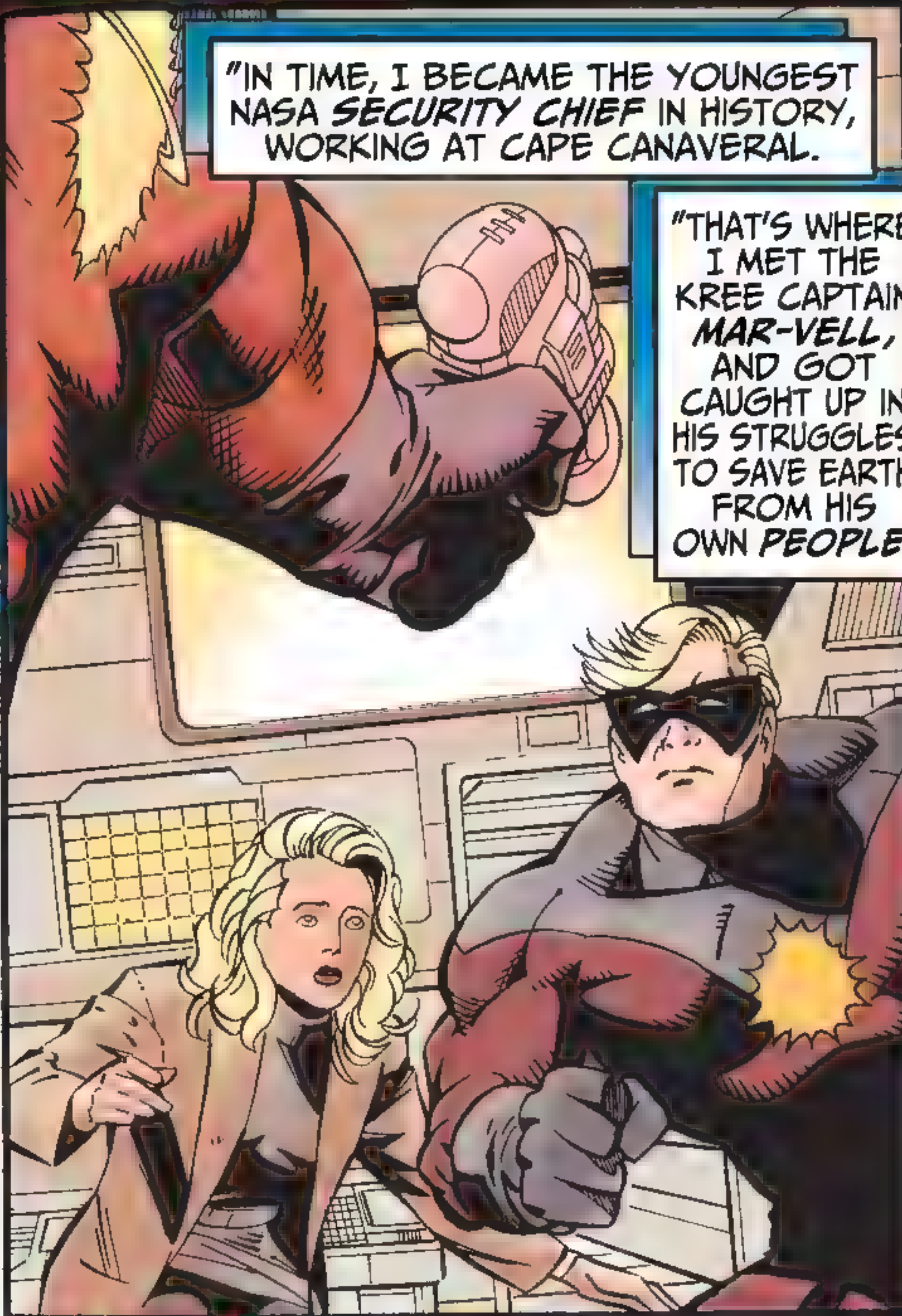
"-- AND BECAUSE MY FATHER DIDN'T BELIEVE IN *GIRLS* GOING TO COLLEGE.



"AND I DID WELL. MY RECORDS SHOW I SHONE IN MILITARY INTELLIGENCE, AND THE MEDALS AND PROMOTIONS PILED UP.

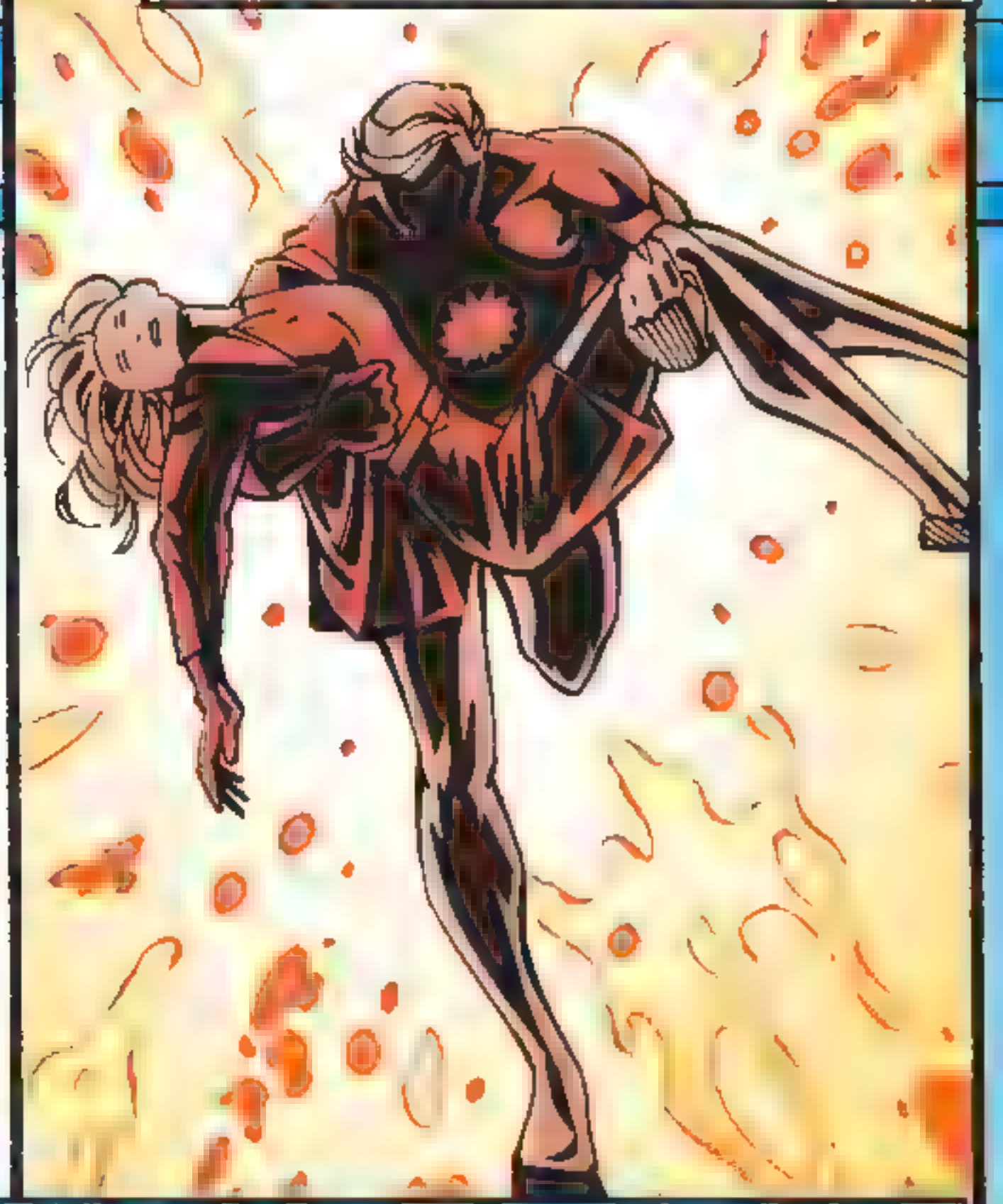
"IN TIME, I BECAME THE YOUNGEST NASA SECURITY CHIEF IN HISTORY, WORKING AT CAPE CANAVERAL.

"THAT'S WHERE I MET THE KREE CAPTAIN MAR-VELL, AND GOT CAUGHT UP IN HIS STRUGGLES TO SAVE EARTH FROM HIS OWN PEOPLE.



"IT WAS DURING ONE OF HIS BATTLES WITH HIS COMMANDER, COLONEL YON-ROGG, THAT A DEVICE CALLED THE PSYCHE-MAGNITRON EXPLODED --

"-- AND ITS RADIATION POURED THROUGH HIM AND INTO ME, CHANGING MY GENETIC STRUCTURE, MAKING ME A KREE-HUMAN HYBRID --



"-- AND SOME TIME LATER, I DISCOVERED WHAT THAT MEANT. I BECAME MS. MARVEL, BURSTING WITH SPEED, STRENGTH, THE POWER OF FLIGHT --

"--AND ALL THE FIGHTING SKILL OF A SEASONED KREE WARRIOR.



"I BECAME A HERO. IT MUST HAVE BEEN GLORIOUS.

"AND IN TIME, I BECAME AN AVENGER -- AND THAT MUST HAVE BEEN EVEN BETTER. FIGHTING ALONGSIDE EARTH'S MIGHTIEST HEROES --

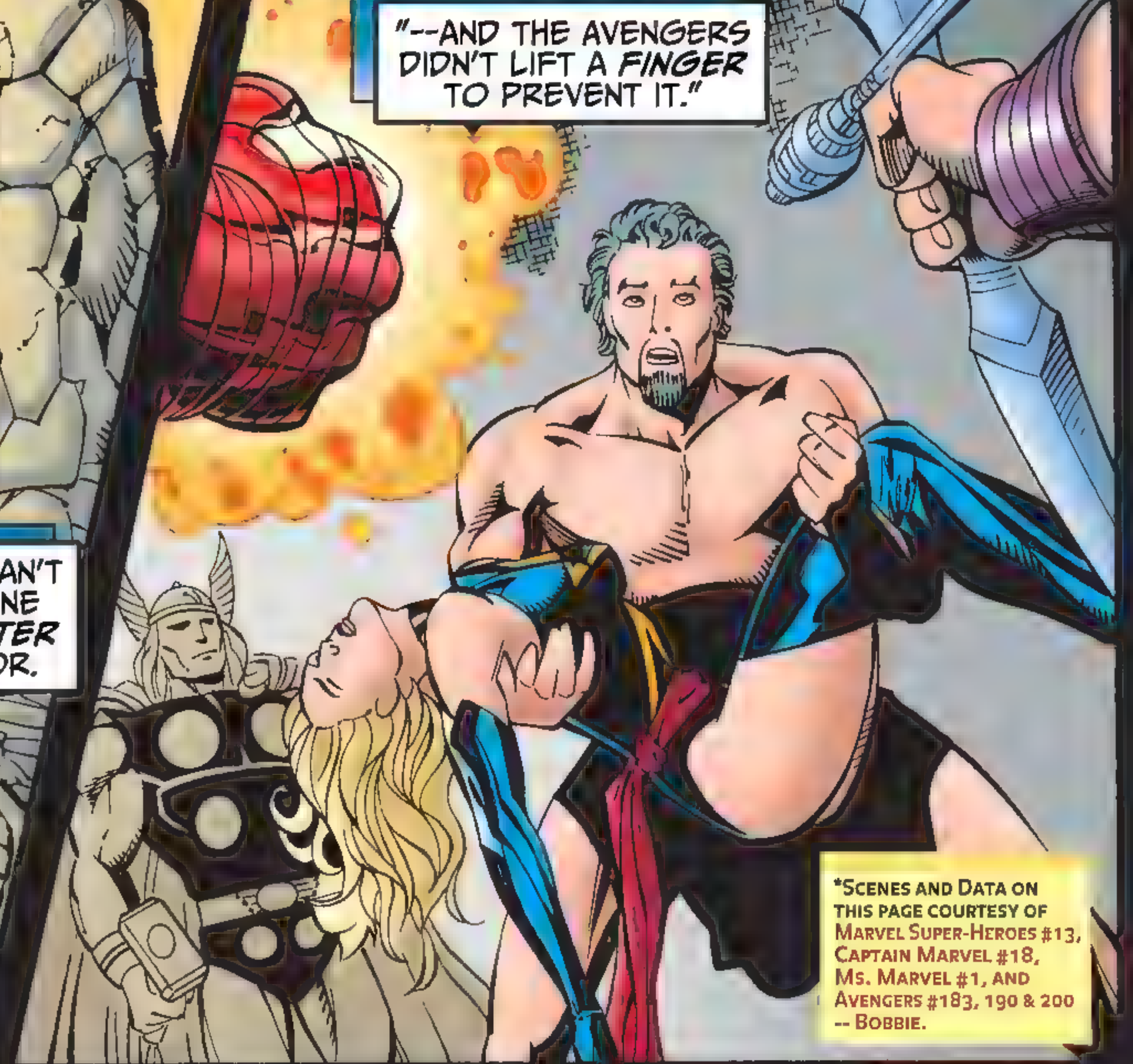
"-- DEFENDING INNOCENTS FROM ANY THREAT THIS WORLD COULD MUSTER --



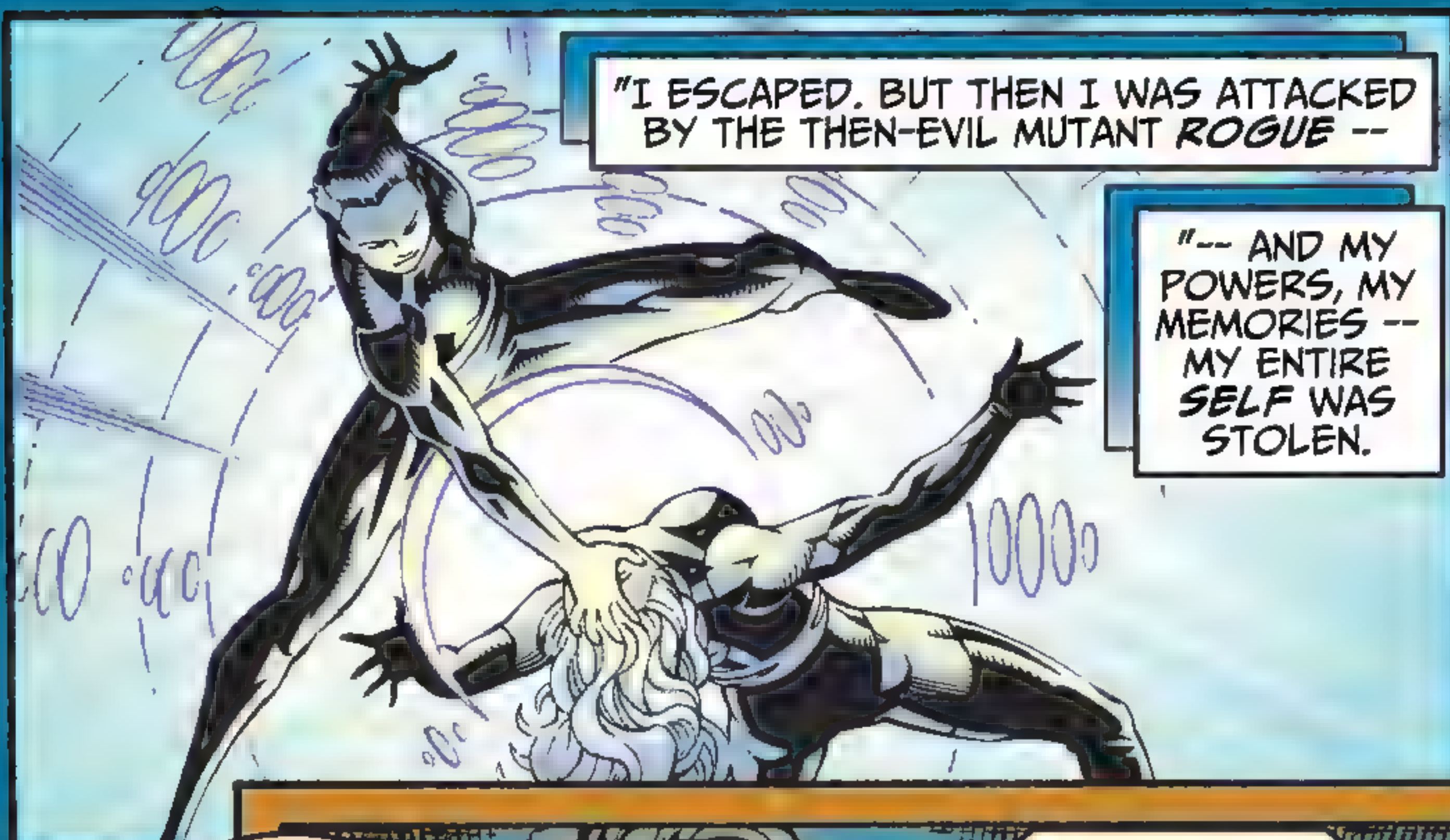
"BUT THAT WAS BEFORE THE AVENGERS FAILED ME. BEFORE I WAS MIND-CONTROLLED AND ABDUCTED BY THE SO-CALLED SON OF IMMORTUS --

"--AND THE AVENGERS DIDN'T LIFT A FINGER TO PREVENT IT."

"-- I CAN'T IMAGINE GREATER HONOR.

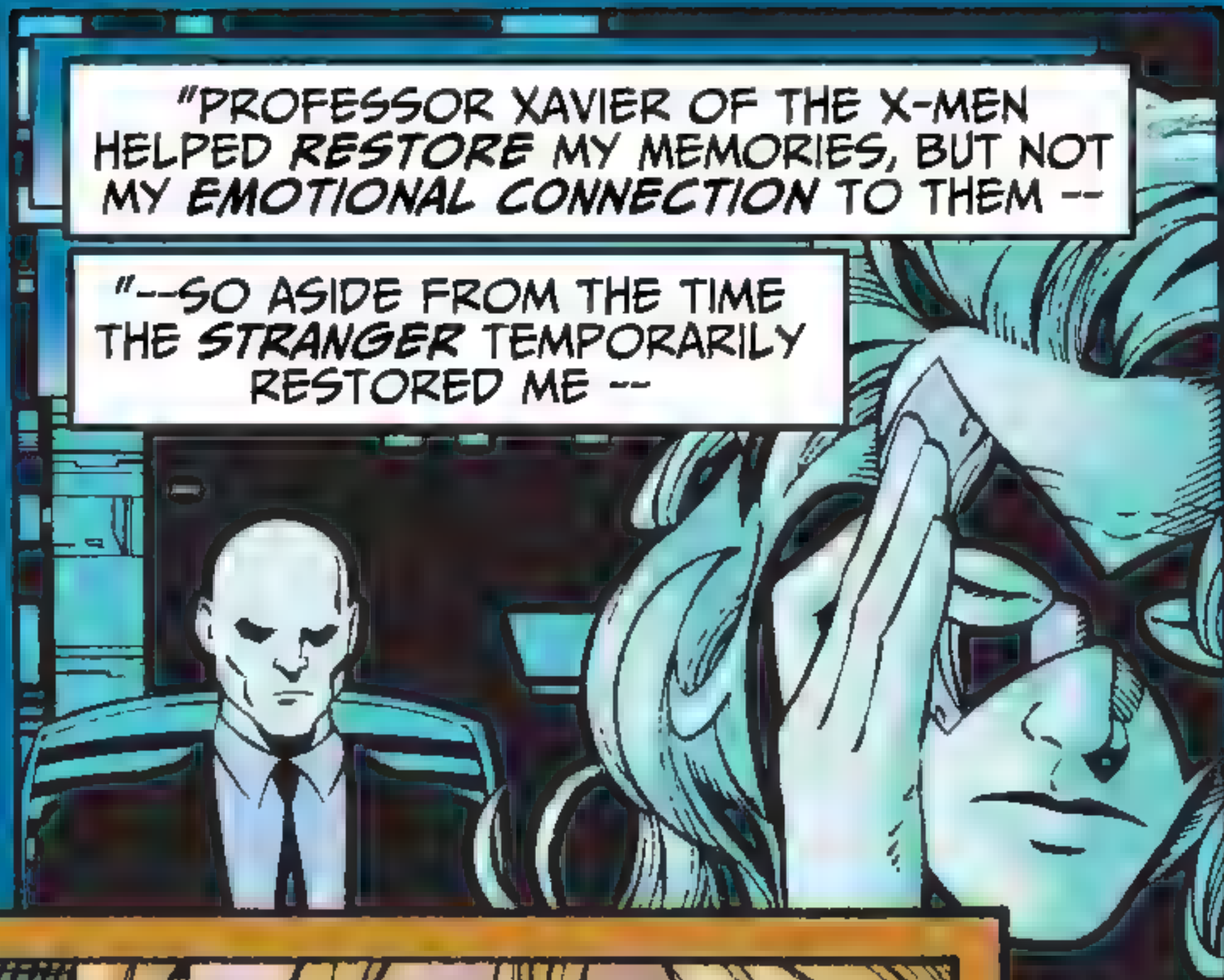


*SCENES AND DATA ON THIS PAGE COURTESY OF MARVEL SUPER-HEROES #13, CAPTAIN MARVEL #18, MS. MARVEL #1, AND AVENGERS #183, 190 & 200 -- BOBBIE.



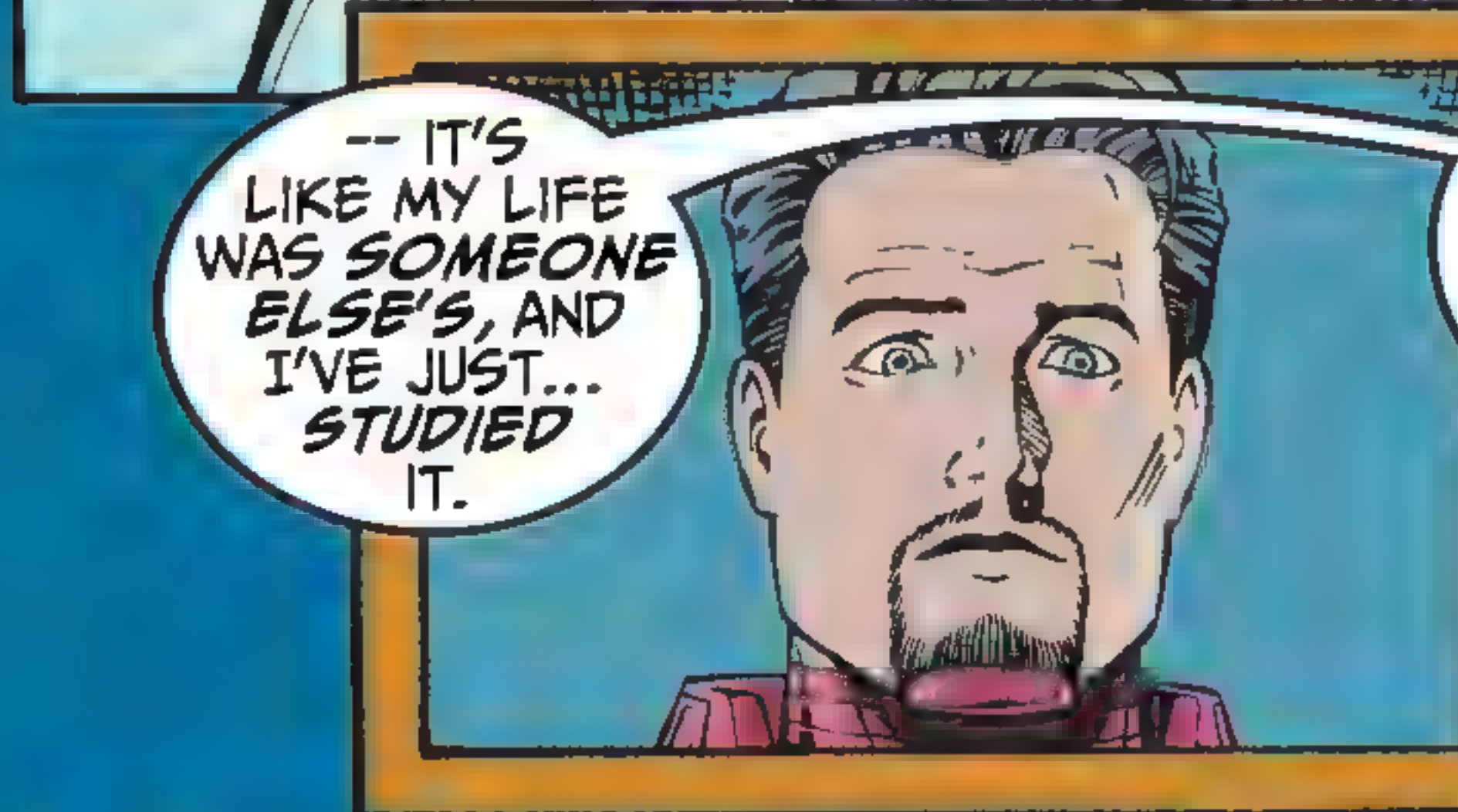
"I ESCAPED. BUT THEN I WAS ATTACKED BY THE THEN-EVIL MUTANT **ROGUE** --

"-- AND MY POWERS, MY MEMORIES -- MY ENTIRE **SELF** WAS STOLEN.



"PROFESSOR XAVIER OF THE X-MEN HELPED **RESTORE** MY MEMORIES, BUT NOT MY **EMOTIONAL CONNECTION** TO THEM --

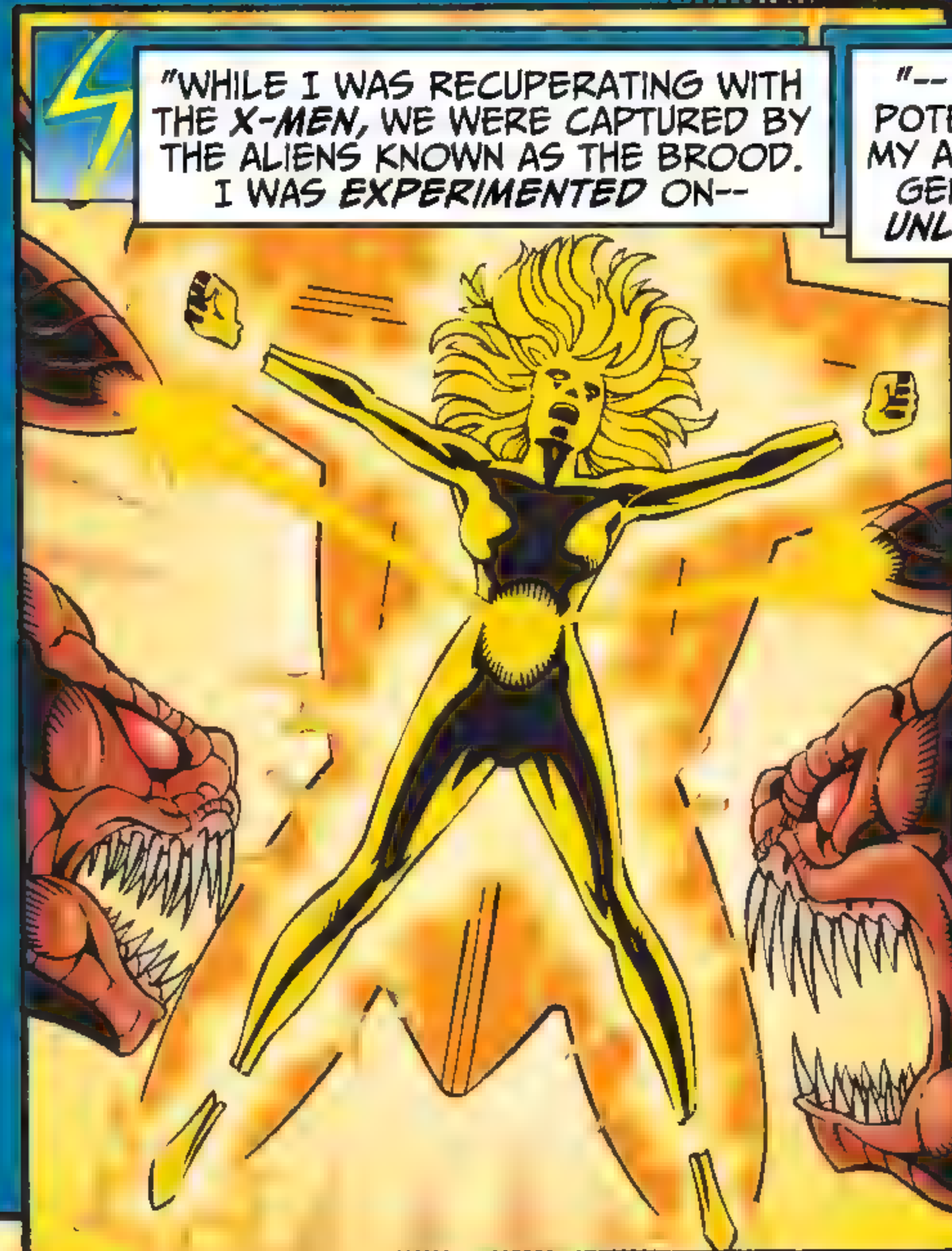
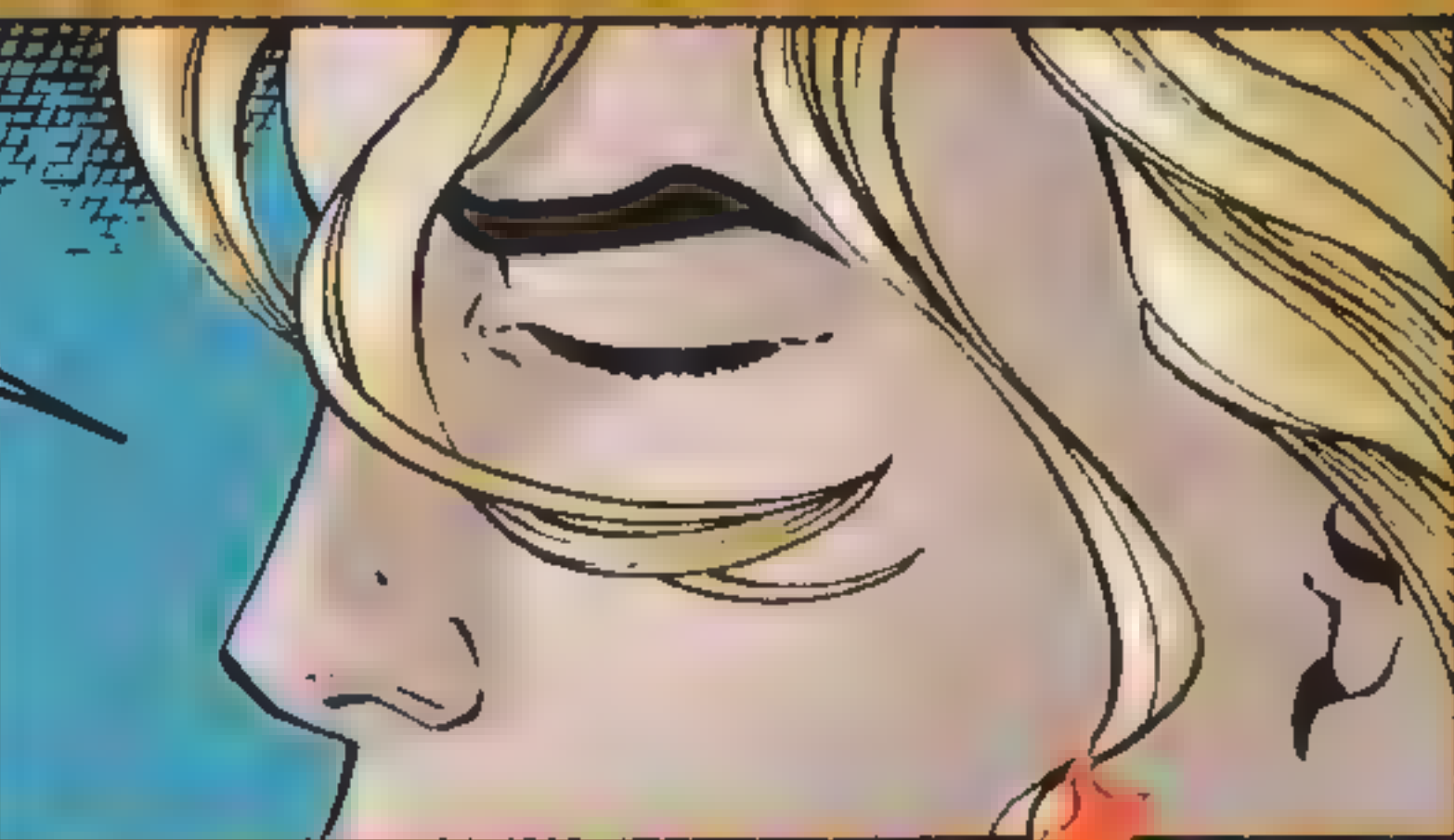
"--SO ASIDE FROM THE TIME THE **STRANGER** TEMPORARILY RESTORED ME --



-- IT'S LIKE MY LIFE WAS **SOMEONE ELSE'S**, AND I'VE JUST... **STUDIED** IT.

BUT FOR ALL I **LOST** -- I GAINED **SOMETHING ELSE**. **SOMETHING WONDERFUL.**

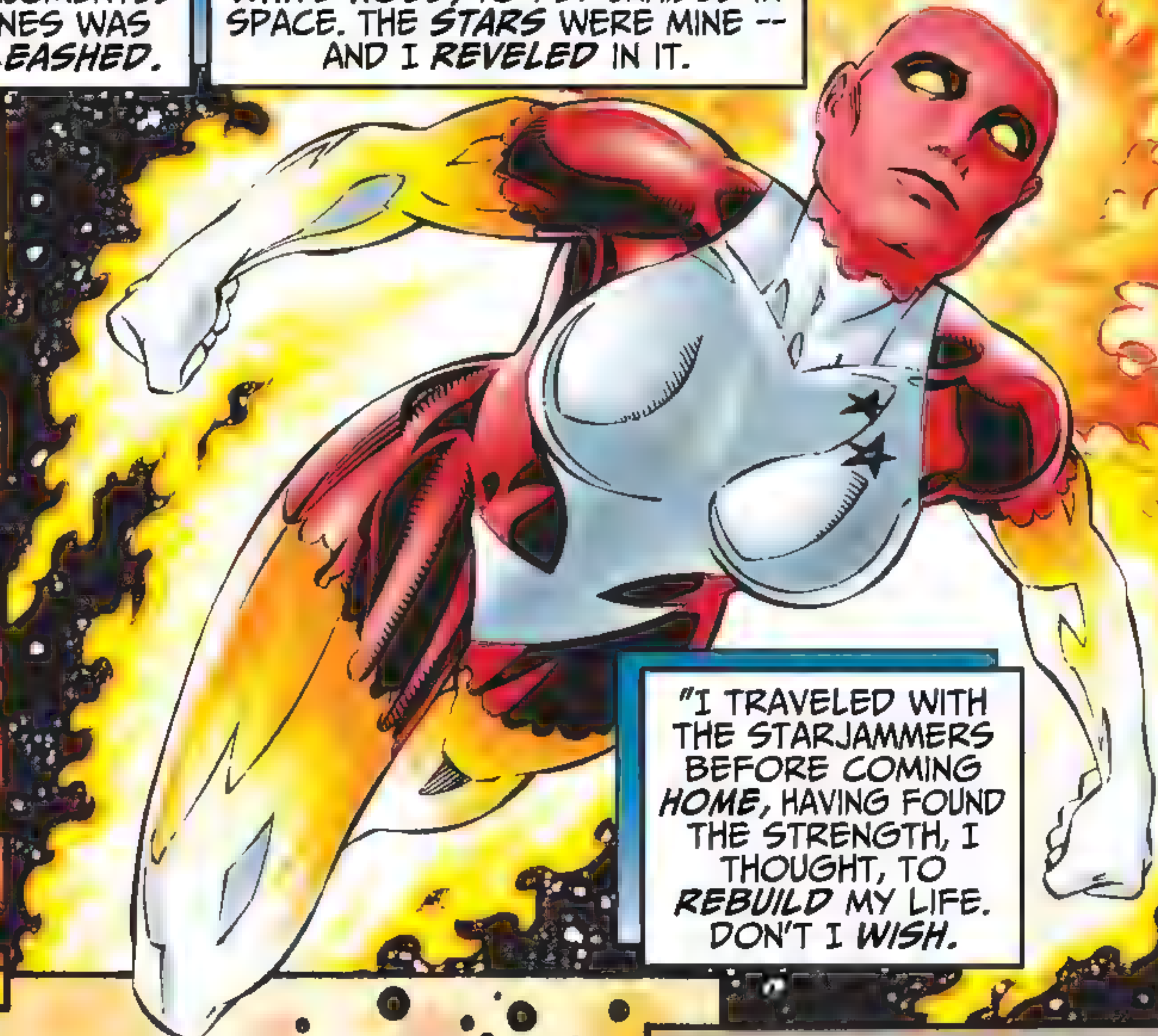
HER VOICE WAS **DRY**, **MATTER-OF-FACT** -- BUT JUST LIKE THAT, IT TAKES **WING** --



"WHILE I WAS RECUPERATING WITH THE X-MEN, WE WERE CAPTURED BY THE ALIENS KNOWN AS THE **BROOD**. I WAS **EXPERIMENTED ON**--

"-- AND THE POTENTIAL OF MY AUGMENTED GENES WAS **UNLEASHED**.

"I BECAME **BINARY** -- ABLE TO CHANNEL THE ENERGY OF A **WHITE HOLE**, TO FLY UNAIDED IN SPACE. THE **STARS** WERE MINE -- AND I **REVELED** IN IT.

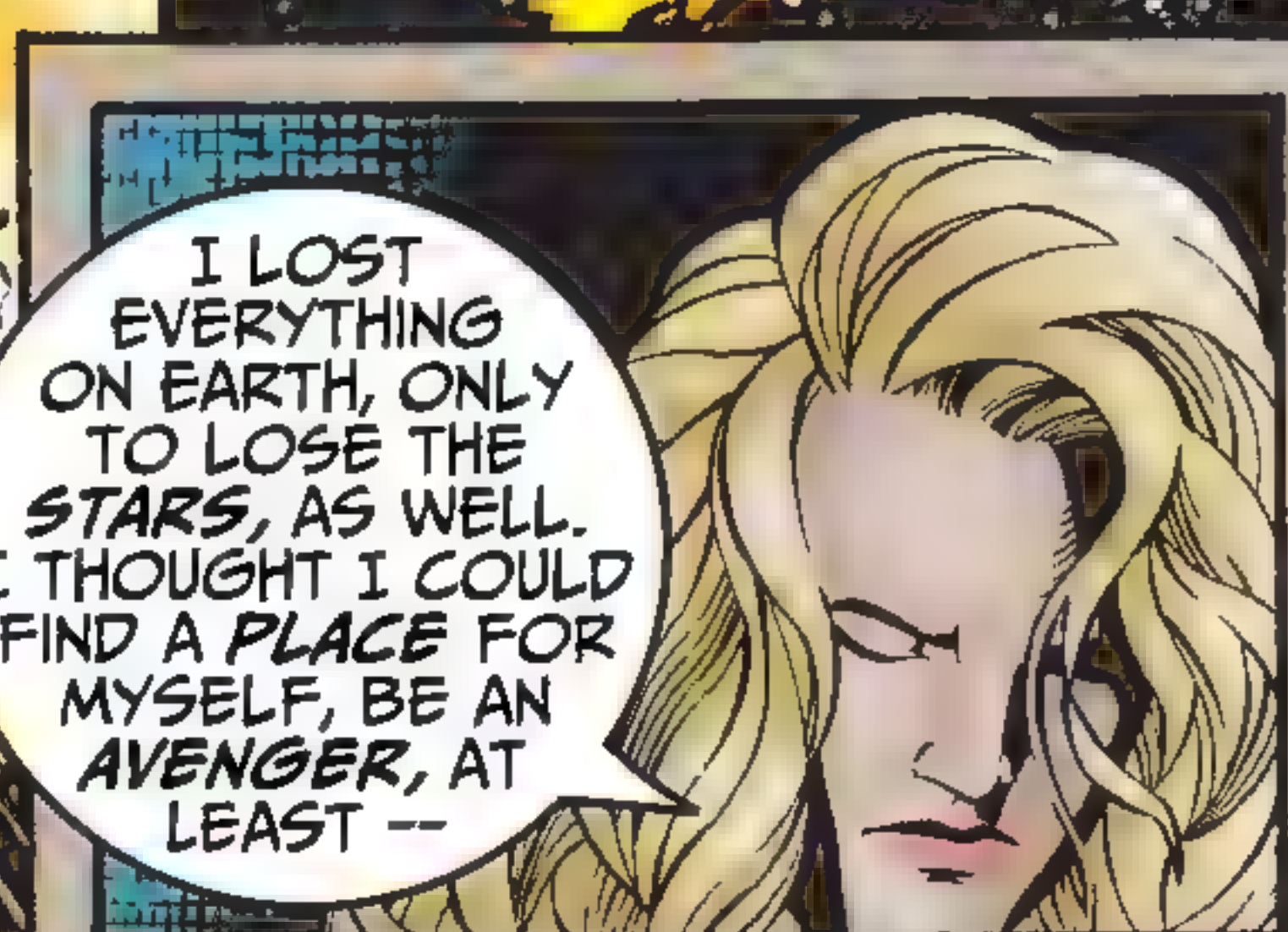


"I TRAVELED WITH THE **STARJAMMERS** BEFORE COMING **HOME**, HAVING FOUND THE **STRENGTH**, I THOUGHT, TO **REBUILD** MY LIFE. **DON'T I WISH.**

"THERE WAS NOTHING **THERE**. I FLED INTO SPACE WHENEVER I **COULD** -- AND ON ONE OF THOSE OCCASSIONS, MY **POWERS** WENT **HAYWIRE**.

"THE X-MEN AND I THOUGHT WE'D **SOVED** THE PROBLEM--RE-ENERGIZED THE **WHITE HOLE** I DREW MY **POWERS** FROM. WE WERE **WRONG**.

"WHETHER IT'S THE **WHITE HOLE**, OR MY **LINK** TO IT, MY **POWERS** HAVE FADED TO A **FRACTION** OF WHAT THEY ONCE WERE."



I **LOST** EVERYTHING ON EARTH, ONLY TO **LOSE** THE **STARS**, AS WELL. I THOUGHT I **COULD** FIND A **PLACE** FOR MYSELF, BE AN **AVENGER**, AT LEAST --



-- AND I'M **GOING TO!** NO MATTER WHAT **CAPTAIN AMERICA** TRIES!



WHAT CAP TRIES?
IT'S NOT LIKE --
-- HE'S NOT --

CAROL, I'LL NEVER UNDERSTAND WHAT ALL THIS HAS BEEN LIKE FOR YOU. BUT I DO KNOW ABOUT STRESS, HOW OVERWHELMING IT CAN GET --



-- AND HOW ATTRACTIVE IT CAN BE TO HIDE FROM IT.
HAS... ALCOHOL BEEN A PART OF DEALING WITH THINGS?

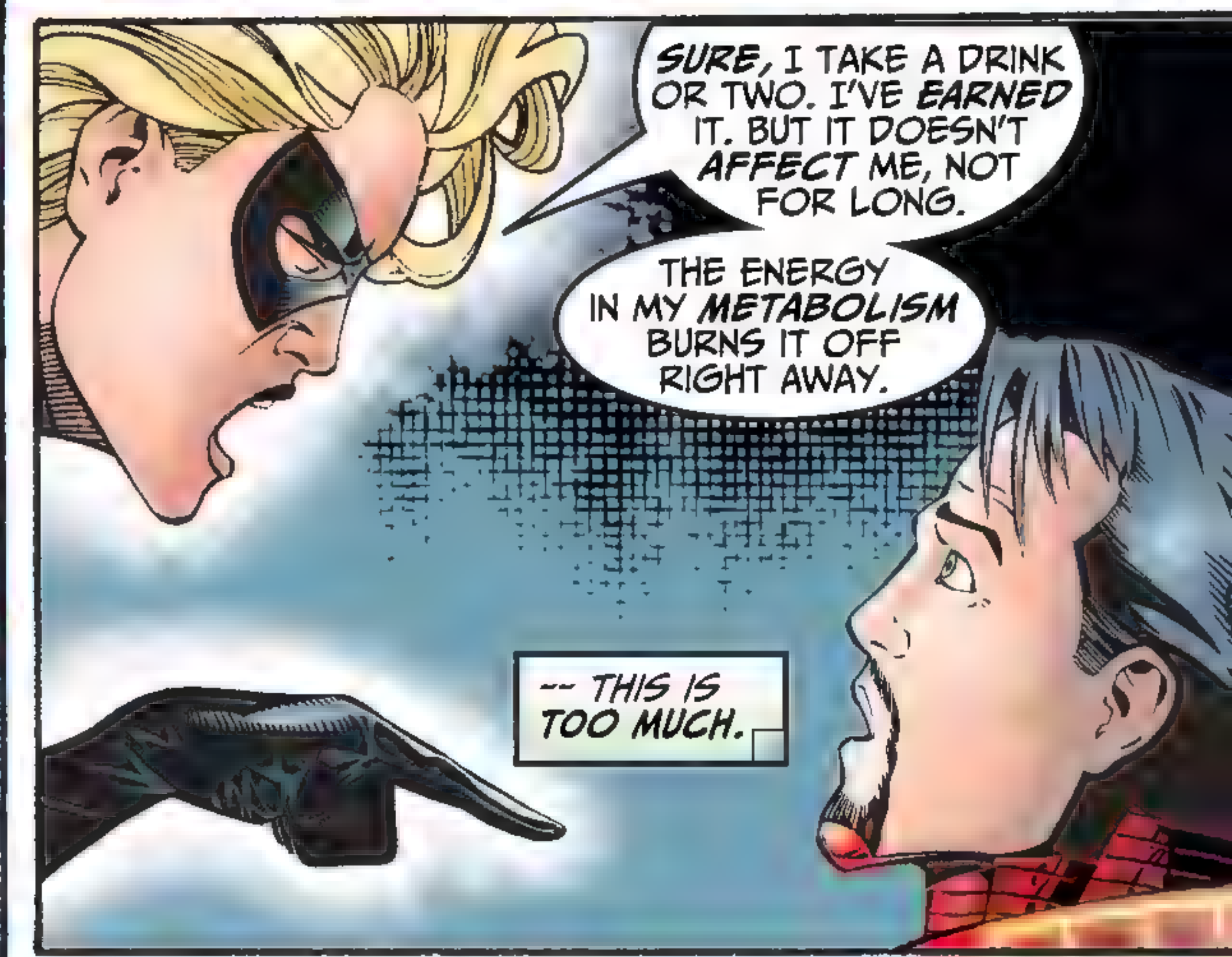


OH, IS THAT IT? THAT'S THE PIGEONHOLE YOU'VE DECIDED TO **STICK** ME IN?!

IT'S **EASY**, ISN'T IT? YOU'RE AN ALCOHOLIC, SO ANYONE YOU KNOW WHO DRINKS **MUST** BE AN ALCOHOLIC TOO!

SAVES THE TROUBLE OF **THINKING** ABOUT IT!

CAROL, NO--



SURE, I TAKE A DRINK OR TWO. I'VE EARNED IT. BUT IT DOESN'T AFFECT ME, NOT FOR LONG.

THE ENERGY IN MY **METABOLISM** BURNS IT OFF RIGHT AWAY.

-- THIS IS TOO MUCH.



OH, COME ON, CAROL. YOU DON'T REALLY BELIEVE THAT. ALTHOUGH I MUST ADMIT, AS RATIONALIZATIONS GO, IT--

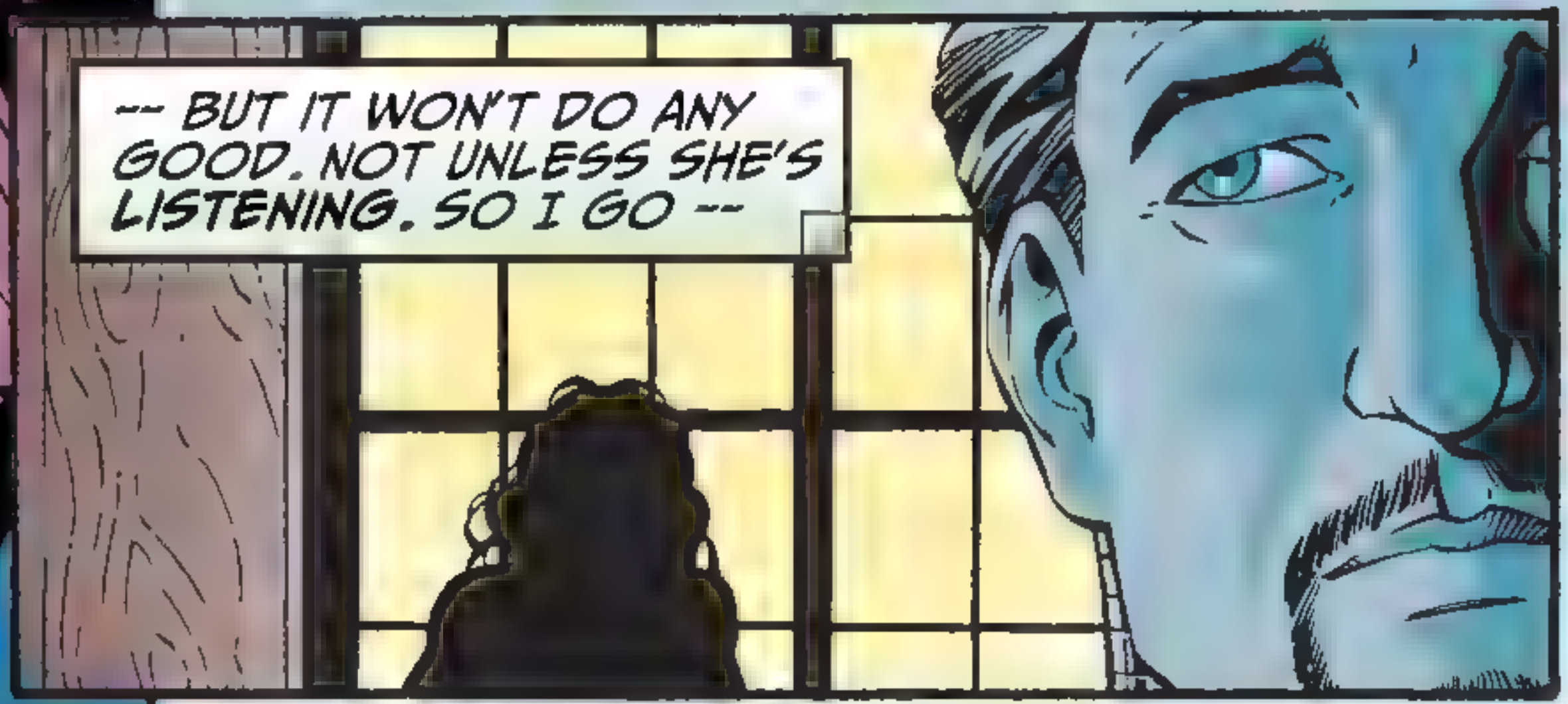
GET OUT, TONY--

-- BEFORE I RIP THAT ARMOR OFF, AND THROW YOU BACK TO NEW YORK. I'M NOT WHAT I WAS, BUT I DON'T HAVE TO TAKE THIS.

THERE'S SO MUCH I WANT TO SAY TO HER -- TO WARN HER ABOUT --

SHE'S RIGHT ABOUT ONE THING, AT LEAST. I AM AN ALCOHOLIC, AND THAT NEVER GOES AWAY, NO MATTER HOW LONG YOU STAY SOBER.

I'VE TRIED TO APPROACH THIS CAREFULLY, NOT READING TOO MUCH INTO THINGS, NOT VOICING MY SUSPICIONS, IN CASE I WAS WRONG. BUT THIS --



-- BUT IT WON'T DO ANY GOOD. NOT UNLESS SHE'S LISTENING. SO I GO --

-- AND I STEW ABOUT IT ALL THE WAY BACK TO THE CAR, AND OUT TO ROUTE 128 WITH PEPPER. AND I WIND UP THINKING ABOUT HER AND HAPPY --

-- HOW THEIR MARRIAGE FELL APART WHEN I WAS MISSING. AND MAYBE I CAN'T HELP CAROL, BUT I OWE HAPPY AND PEPPER...

AH, PEPPER--

-- ABOUT YOU AND HAPPY. YOU'VE BEEN BEATING YOURSELF UP OVER WHAT HAPPENED, BUT YOU KNOW HOW MUCH HE LOVES YOU, AND --

TONY, YOU'RE AN OLD FRIEND AND A GREAT BOSS AND I LOVE YOU FOR CARING --

-- BUT BUTT OUT, OKAY?

I KNOW IT'S YOUR INSTINCT TO FIX ANYTHING YOU SEE THAT'S **BROKEN**, BUT HAPPY AND I AREN'T MACHINES, AND WE DON'T NEED FIXING.

WE'RE PEOPLE. WE GOT DIVORCED. IT HAPPENS.

MAYBE WE'LL GET BACK TOGETHER IN THE FUTURE AND MAYBE WE WON'T.

BUT THAT'S UP TO US. RIGHT NOW WE NEED A **FRIEND**, NOT A MECHANIC.

OKAY?

ALWAYS.

WOW. TONY STARK, YOU OLD SMOOTHIE. YOU HAVE SUCH A WAY WITH WOMEN--!

WHEN YOU PUT IT LIKE THAT, PEP, WHAT CAN I SAY? **FRIENDS**. OF COURSE. ALWAYS.

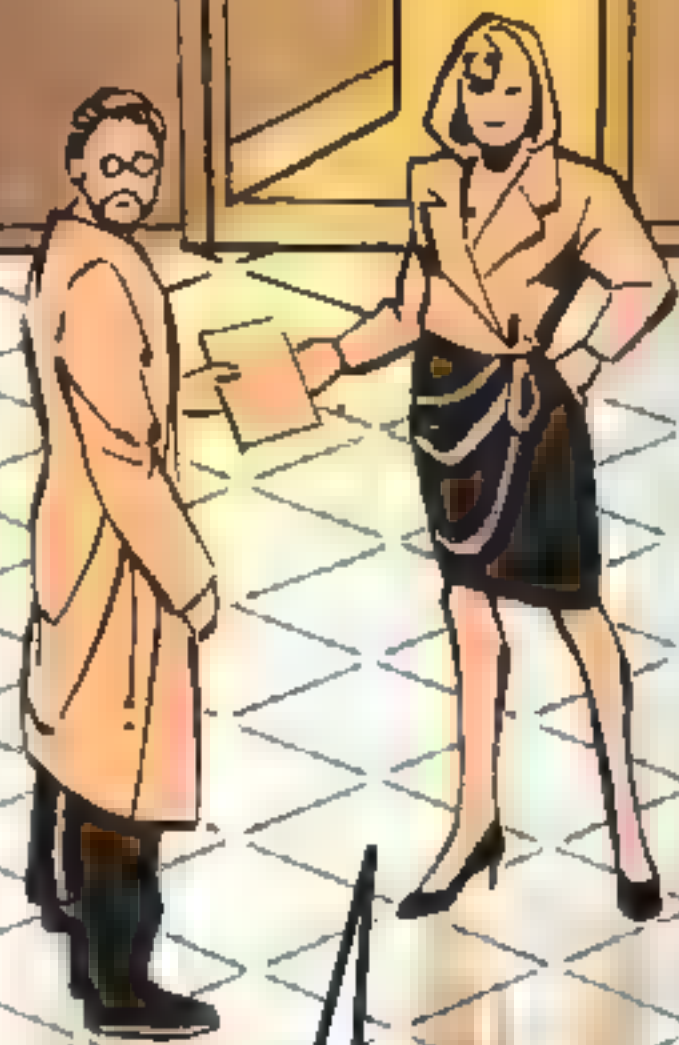
AND WITH THAT, WE ARRIVE. THERE'S A MYSTERY MAN OUT THERE, WHO'S BEEN JERKING ME AROUND WHEREVER I GO, IT SEEMS --*

-- AND I'VE HAD ENOUGH. SO NOW I'M ON HIS TRAIL, WHICH STARTS HERE --

POWERSOURCE, INC.

-- AT A YOUNG ENERGY RESEARCH AND APPLICATIONS FIRM... RUN BY AN OLD EMPLOYEE OF MINE.

*AS SEEN IN OUR RECENT ISSUES -- BOBBIE



TONY!
TONY
STARK!

IT'S
BEEN YEARS --
BUT I SWEAR, YOU
LOOK YOUNGER
EVERY TIME I
SEE YOU!

VICTORIA SNOW WAS THE
MANAGER OF MY CINCINNATI
PLANT -- BACK WHEN THE
COMPANY WAS JUST PLAIN
STARK INDUSTRIES --

-- BEFORE ALL THE
CHANGES IT'S BEEN
THROUGH THAT
RESULTED IN IT
BECOMING STARK-
FUJIKAWA, AND
OWNED BY SOME-
ONE ELSE.

I REMEMBER
VICTORIA AS
SHARP,
DEDICATED,
CAPABLE --

-- AND
DIRECT.

SO, TONY -- YOU WOULDN'T
BE HERE LOOKING FOR
INVESTMENT OPPORTUNITIES IN
CUTTING-EDGE RESEARCH,
WOULD YOU?

SORRY, VIC -- BUT AS
I MENTIONED IN MY
PHONE CALL, I'M HERE
AS A FAVOR TO
IRON MAN.

HE
RECENTLY
TANGLED WITH A
CREATURE CALLED
FIREBRAND* -- AND
WE RECEIVED A
TRANSMISSION
FROM A
MYSTERIOUS
SOURCE --

*IN IRON MAN #4-5 -- BOBBIE

--INDICATING THAT HE WAS INADVERTENTLY CREATED
HERE, THANKS TO SOME INDUSTRIAL SABOTAGE."



RIGHT, THE DENNINGER
INCIDENT. IT WAS TRAGIC,
BUT NOT OUR FAULT -- IT WAS
THE ECO-TERRORISTS
WHO CAUSED THE
EXPLOSION.

WE'RE NOT TRYING TO BLAME
ANYONE, VIC -- JUST TRYING TO
FIND OUT WHO SENT THE DATA.
THEY DIDN'T WANT IRON MAN
LOOKING INTO THIS --

-- SO THERE
MIGHT BE SOME
CONNECTION TO YOUR FIRM.
FROM WHAT I CAN TELL, THEY'RE
BUILDING SOME SORT OF
FORTRESS OR BATTLE
STATION --

-- AND THEY
MIGHT NEED
A POWER
PLANT --

I'M SORRY, TONY.
BUT YOU KNOW AS
WELL AS I THAT CLIENT
INFORMATION IS
CONFIDENTIAL.

SO THERE IS SOMEONE? LOOK, VIC, I'M NOT TRYING TO RAID YOUR CLIENTS -- BUT THIS COULD BE A VERY DANGEROUS MAN --!

I CAN'T HELP YOU, TONY. IF YOU WERE IN MY POSITION, I'M SURE YOU'D SAY THE SAME THING.

I'D ARGUE -- TRY TO IMPRESS ON HER HOW MANY LIVES COULD BE THREATENED IF WE DON'T EXPOSE THIS GUY --

-- BUT BEFORE I CAN SAY ANOTHER WORD --

TONY STARK!

MISTER BIG SHOT TONY STARK, WITH YOUR GOOD LOOKS AND YOUR FANCY TECHNOLOGY AND -- AND ALL YOUR MONEY!

WELL, YOU CAN JUST TELL CAPTAIN AMERICA THAT YOU'RE NOT GONNA GET ME THROWN OUT OF THE AVENGERS EITHER! NO, YOU'RE NOT!

WARBIRD!

WHA--?!

DIDN'T THINK I COULD FIND YOU, DID YOU? THOUGHT YOU COULD JUST -- JUST DRIVE OFF AN' GO TELL CAP I'M A DRUNK, Huh?

BUT YOUR EX-PUG PAL AT STARK SOLUTIONS -- I JUST CALLED HIM UP, AND HE SAID, "FOR AN AVENGER, ANYTHING!" SMART, Huh?

SO NOW I'M HERE --

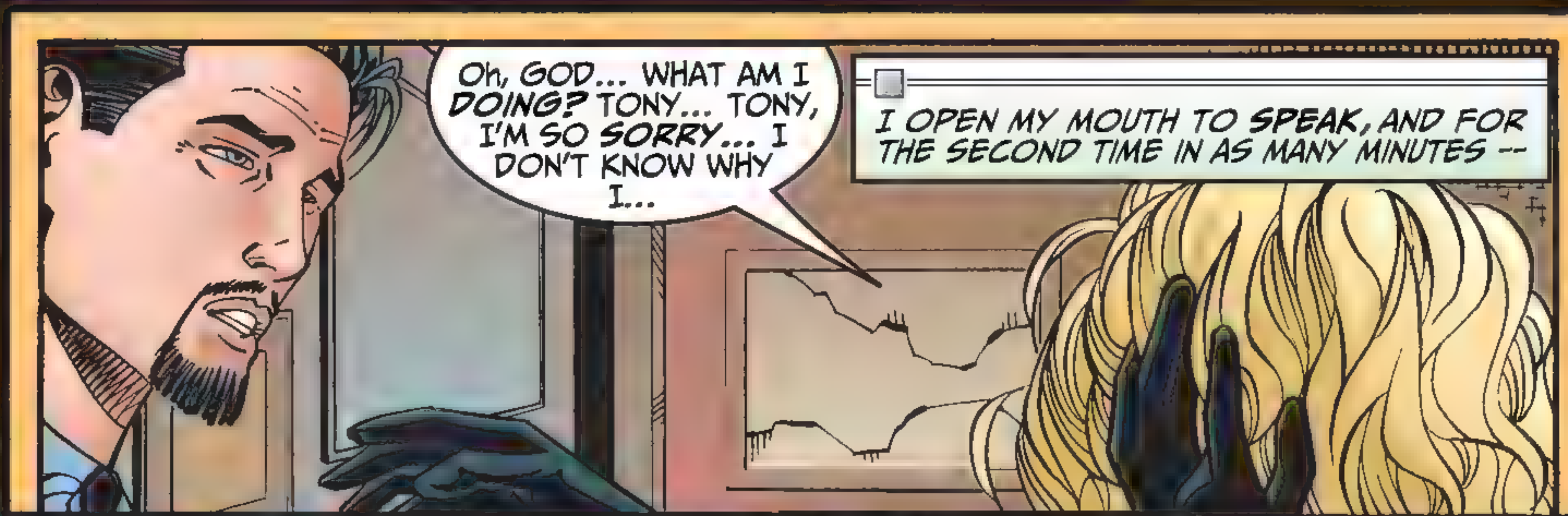
I CAN SMELL THE ALCOHOL ON HER BREATH -- AND EVEN SEEING WHAT IT'S DONE TO HER --

-- AND I'M NOT GONNA LET YOU SANDBAG ME!

-- I CAN'T HELP IT. GOD HELP ME, IT MAKES MY MOUTH WATER.

WARBIRD... THIS ISN'T THE WAY --!

CAN'T YOU... YOU SEE THAT RESORTING TO VIOLENCE... THAT IT DOES NO GOOD?



Oh, GOD... WHAT AM I DOING? TONY... TONY, I'M SO SORRY... I DON'T KNOW WHY I...

I OPEN MY MOUTH TO SPEAK, AND FOR THE SECOND TIME IN AS MANY MINUTES --

-- I DON'T GET THE CHANCE.

LEGIONNAIRES -- TO ARMS! TO ARMS!

OUR SECURITY HAS BEEN COMPROMISED -- BY THE AVENGERS! BUT THE LUNATIC LEGION SHALL NOT FALL!

SEIZE THEM!

DYLON --?

THERE'S NO TIME TO REACT. WHILE WE'RE STILL TAKING THIS IN --



KREE SOLDIERS --?

MOVE AND DIE, HUMANS! YOU HAVE BEEN WARNED!

WE -- WE'RE SURROUNDED!

DYLON CIR!

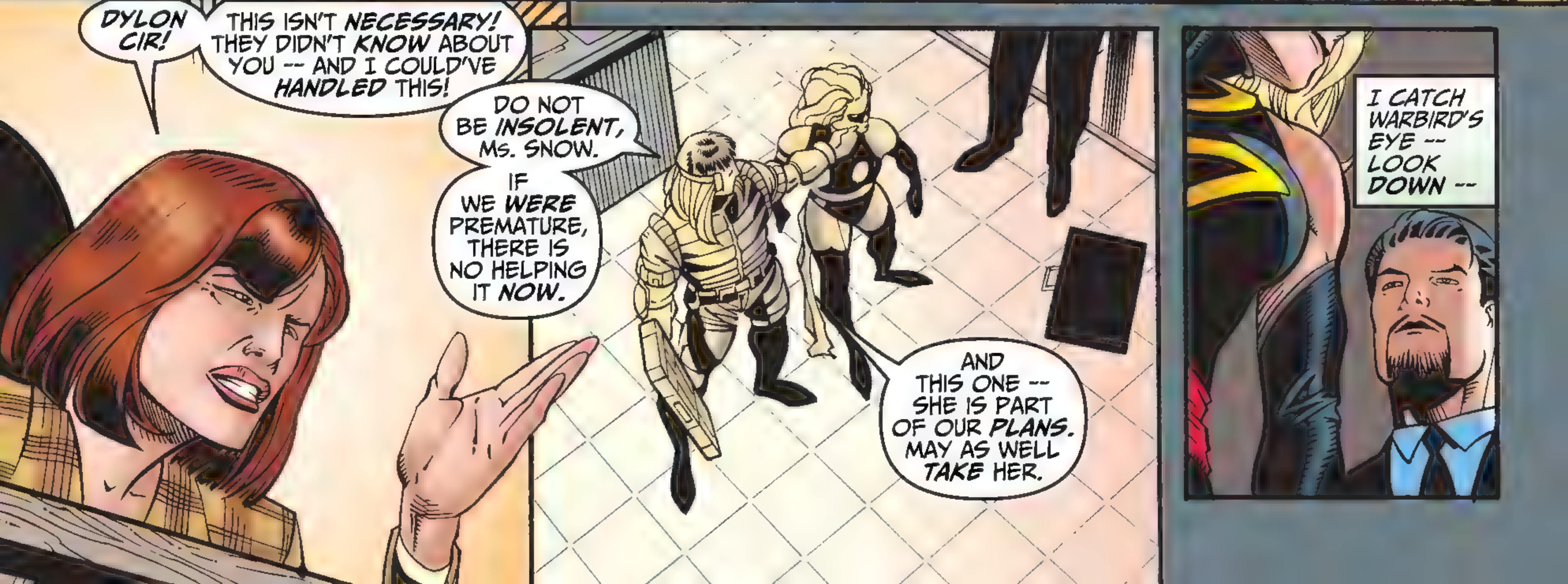
THIS ISN'T NECESSARY! THEY DIDN'T KNOW ABOUT YOU -- AND I COULD'VE HANDLED THIS!

DO NOT BE INSOLENT, MS. SNOW.

IF WE WERE PREMATURE, THERE IS NO HELPING IT NOW.

AND THIS ONE -- SHE IS PART OF OUR PLANS. MAY AS WELL TAKE HER.

I CATCH WARBIRD'S EYE -- LOOK DOWN --



-- AND SHE GETS THE MESSAGE --

SHKRAKK

THE HUMANS! THEY FLEE!

NOT A CLUE, I'M AFRAID. JUST MAKE SURE PEPPER AND VICTORIA GET TO SAFETY -- AND KEEP 'EM BUSY --

-- WHILE I, EH, CONTACT IRON MAN!

-- MAYBE IT'S JUST ME, BUT HANDLING AN ALIEN INVASION WITH AN INEBRIATED PARTNER --

BLAM
BLAM
BLAM
SPWEE

-- WELL, IT JUST NATURALLY MAKES ME NERVOUS!

ALWAYS A GOOD IDEA TO MAINTAIN SECURITY -- YOU NEVER KNOW WHO MIGHT OVERHEAR.

BESIDES --

SNK

THAT'LL GIVE US SOME ROOM TO MOVE. ANY IDEA WHAT'S GOING ON? WHY DO THEY WANT ME?

KLEK

STILL, SHE'S DOING BETTER
THAN I'D HAVE THOUGHT --

WHAT
TOOK YOU SO
LONG, I.M.? I'VE
GOT THEM PINNED
DOWN, I'M DRAWING
FIRE TO COVER
THE CIVILIANS'
ESCAPE --

BIAM
BIAM

--THERE'S
PRACTICALLY
NOTHING FOR
YOU TO DO AT
ALL! NOT BAD FOR
SOMEONE YOU
WERE CALLING
A LUSH, EH?

SPONG

BRAM

POINT...
TAKEN,
WARBIRD.

BUT LET'S
NOT FOCUS ON
OUR DIFFERENCES --
LET'S JUST GET
THE JOB DONE,
OKAY?

BUT AS I MOVE FORWARD, TO
SHIELD THE OTHERS BETTER --

IRON
MAN! ONE
OF THE
SEVEN!

ONE OF
THE WOULD-BE
SLAYERS OF THE SUPREME
INTELLIGENCE! THIS WILL
BE A PROUD DAY
INDEED!

"SEVEN"?
THAT MEAN
ANYTHING TO
YOU, SHELL-
HEAD?

STARTING
TO.

NOT
WHAT THEY'RE
AFTER, BUT
MAYBE WHO
THEY--



UHH!

H-UNHH!

AND ONCE AGAIN,
WE'RE INTERRUPTED.

TREMBLE, ENEMIES OF
THE KREE EMPIRE --

-- FOR YOU
HAVE BEEN TARGETED
FOR TERMINATION BY

SENTRY #57!

THIS IS GETTING
RIDICULOUS.

ON THE ONE HAND, I THOUGHT THESE
MIGHT BE THE JOKERS I'M AFTER --
BUT THEY REACTED TO WARBIRD, NOT
TONY. SO THEY'RE SOMEONE ELSE.

ON THE OTHER HAND, WHEN HE
SAID "SEVEN" -- HE'S REFERRING
TO THE SEVEN AVENGERS WHO
MADE THE DECISION TO KILL
THE SUPREME INTELLIGENCE.*

DECIDEDLY NOT ONE OF
OUR PROUDER MOMENTS.

SO THEY MUST BE OUT
FOR REVENGE -- EXCEPT
THAT HE'S TALKING LIKE
THE KREE SUPER-BRAIN'S
NOT DEAD AFTER ALL --
AND THEY WANT CAROL --

-- AND VICTORIA -- SHE SEEMS
TO KNOW THEM. SO NEVER MIND
THAT THEY'VE BROUGHT IN ONE
OF THEIR MOST POWERFUL
KILLING MACHINES --

COULD I --
COULD I JUST
HAVE A MOMENT
TO CATCH UP
HERE --?

*IN THE CLASSIC
AVENGERS #347
-- BOBBIE.

HOW REFRESHING. ONE OF THE OH-SO-
ARROGANT EARTHMEN FINALLY ADMITS
THAT HE'S OUTMATCHED?

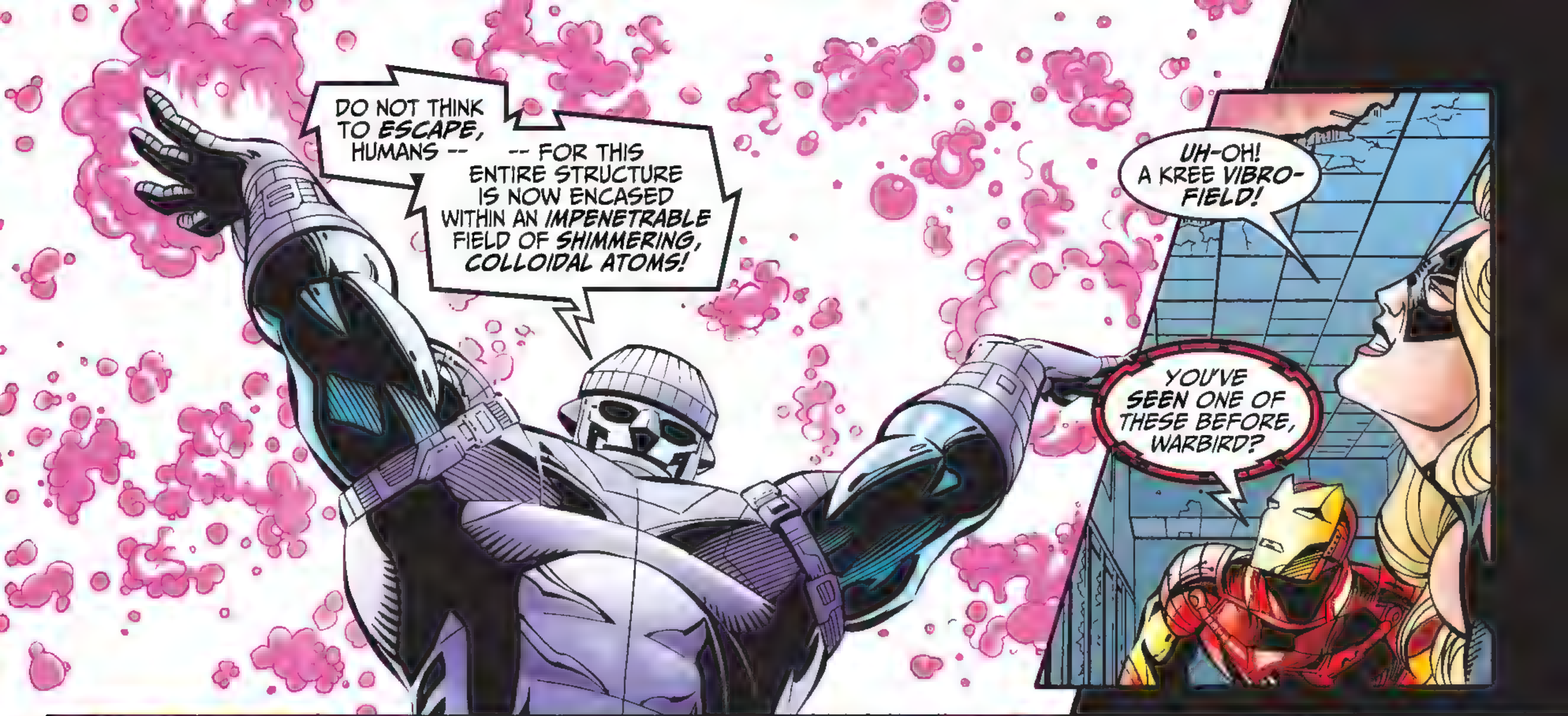
WELL,
HAVE ALL
THE TIME YOU
LIKE, IRON
MAN --

-- FOR MY MEN AND I
WILL NOW TAKE OUR
BELONGINGS AND
DEPART --

-- WHILE ANYONE WHO
KNOWS OF OUR ACTIVITIES ON
EARTH WILL DIE WHEN THIS
FACILITY "ACCIDENTALLY"
EXPLODES.

SUCH A
TRAGEDY.

WE'D GIVE
CHASE,
BUT --

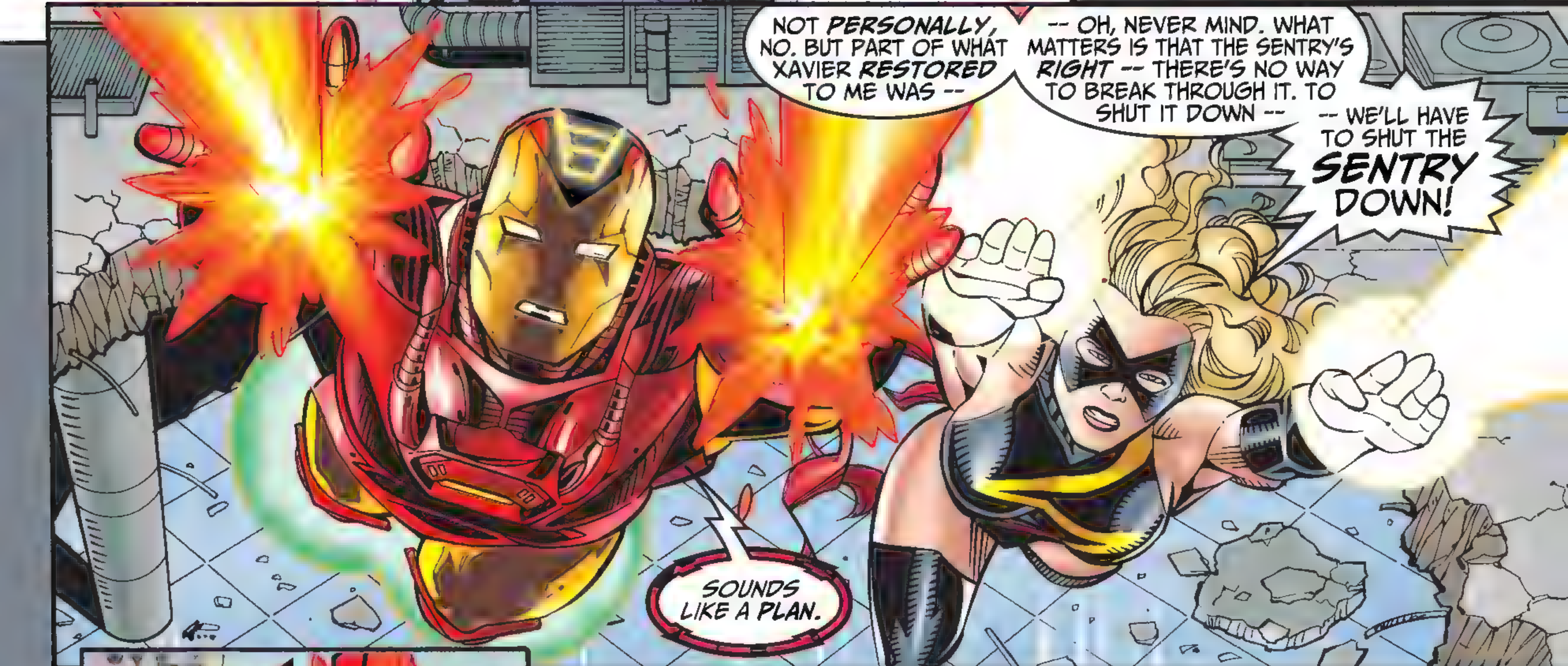


DO NOT THINK
TO **ESCAPE**,
HUMANS --

-- FOR THIS
ENTIRE STRUCTURE
IS NOW ENCASED
WITHIN AN **IMPENETRABLE**
FIELD OF **SHIMMERING**,
COLLOIDAL ATOMS!

UH-OH!
A KREE **VIBRO-
FIELD**!

YOU'VE
SEEN ONE OF
THESE BEFORE,
WARBIRD?

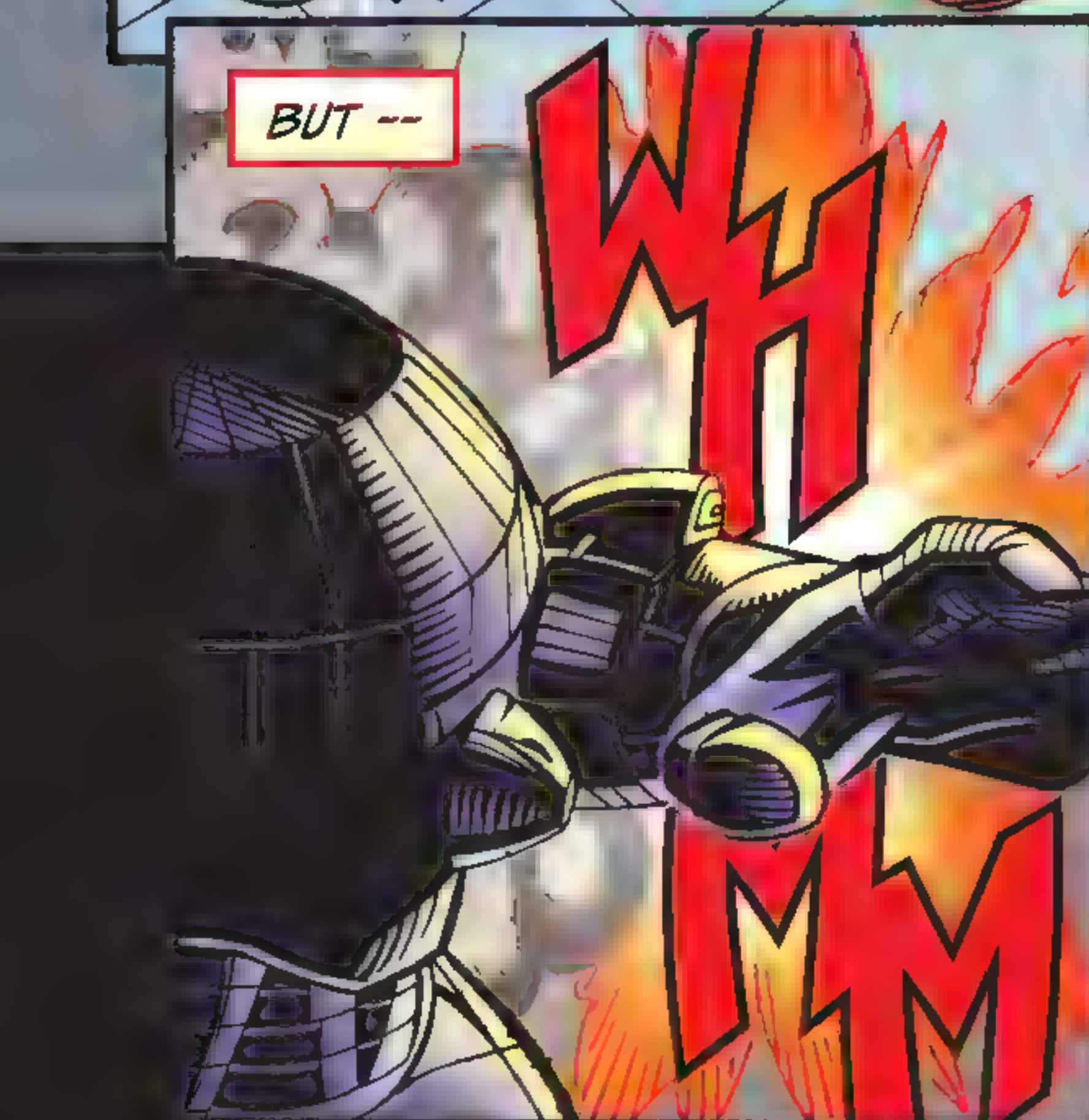


NOT **PERSONALLY**,
NO. BUT PART OF WHAT
XAVIER **RESTORED**
TO ME WAS --

-- OH, NEVER MIND. WHAT
MATTERS IS THAT THE SENTRY'S
RIGHT -- THERE'S NO WAY
TO BREAK THROUGH IT. TO
SHUT IT DOWN --

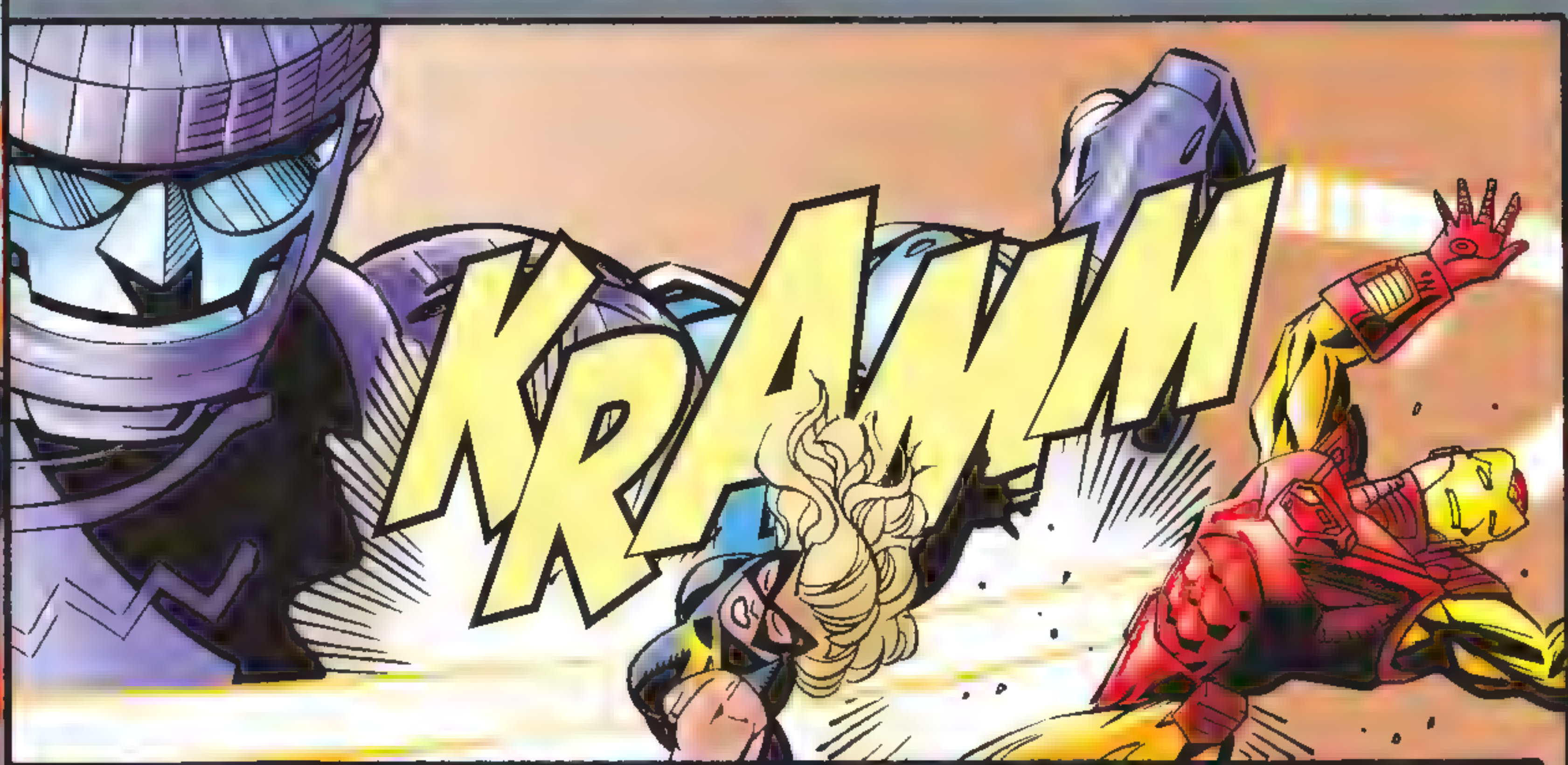
-- WE'LL HAVE
TO SHUT THE
SENTRY
DOWN!

SOUNDS
LIKE A PLAN.



BUT --

WH
MM



KRAWWW



QUITE
A BACKHAND
THAT GUY'S GOT.
YOU ALL RIGHT,
WARBIRD?

I'M MORE
THAN ALL RIGHT --
I'M MAD! LET'S SHOW
THIS SOULLESS
THING --

-- WHAT
AVENGERS
ARE MADE
OF --!



LATER, PEPPER TOLD ME WHAT IT WAS LIKE FOR THE OTHERS.

CLUSTERED IN THE BASEMENT, HUDDLED UNDER THE MASSIVE CYCLO-GENERATOR FOR SAFETY, ALL THEY COULD HEAR --

-- WAS THE ALIEN HUM OF THE VIBRO-FIELD, THE WHINE OF POWER-BOLTS, AND THE CLANG OF METAL AGAINST METAL.

BUT PEPPER, BLESS HER HEART, DIDN'T STOP LOOKING FOR A SOLUTION--

VICTORIA --

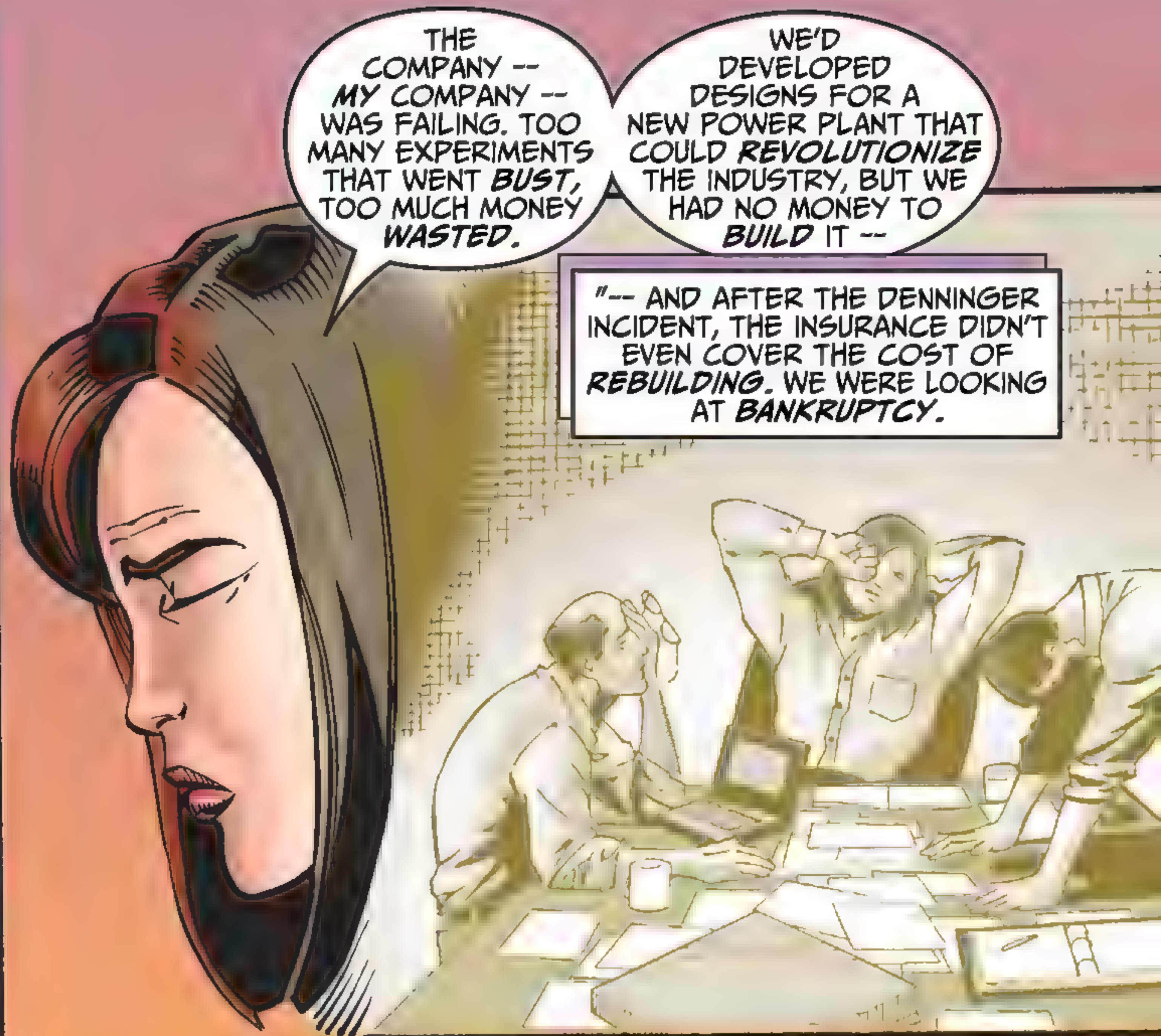
-- WHY DON'T YOU TELL ME WHAT'S GOING ON?

I SUPPOSE -- IT'S TOO LATE FOR SECRECY, ISN'T IT? VERY WELL.

THE COMPANY -- MY COMPANY -- WAS FAILING. TOO MANY EXPERIMENTS THAT WENT **BUST**, TOO MUCH MONEY WASTED.

WE'D DEVELOPED DESIGNS FOR A NEW POWER PLANT THAT COULD **REVOLUTIONIZE** THE INDUSTRY, BUT WE HAD NO MONEY TO **BUILD** IT --

"-- AND AFTER THE DENNINGER INCIDENT, THE INSURANCE DIDN'T EVEN COVER THE COST OF **REBUILDING**. WE WERE LOOKING AT **BANKRUPTCY**."



"THAT'S WHEN THE KREE CONTACTED US."

"THEY WANTED OUR POWER PLANT, AND WERE WILLING TO **FUND** IT. AND I -- I WAS **DESPERATE** TO KEEP **POWERSOURCE** ALIVE --

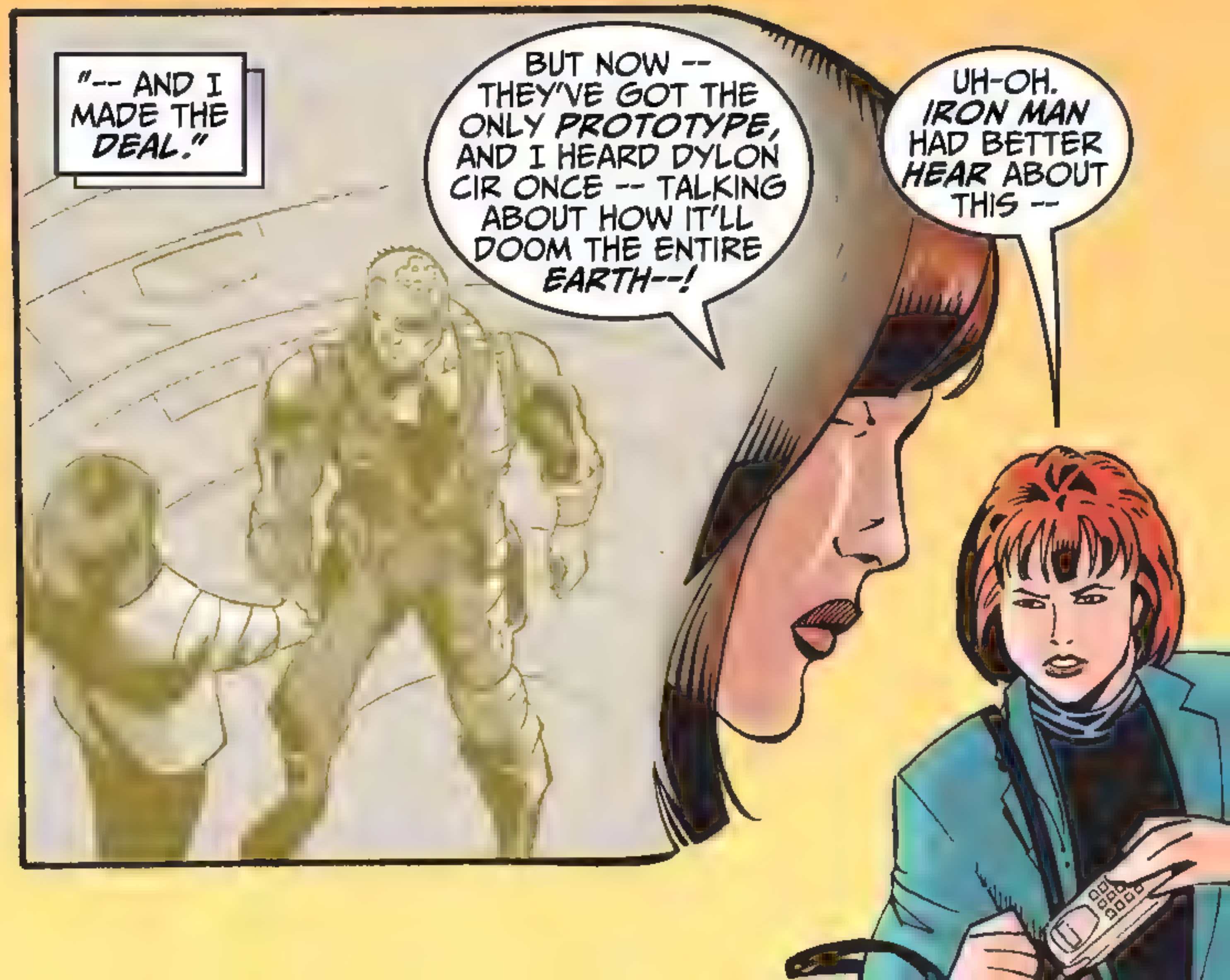


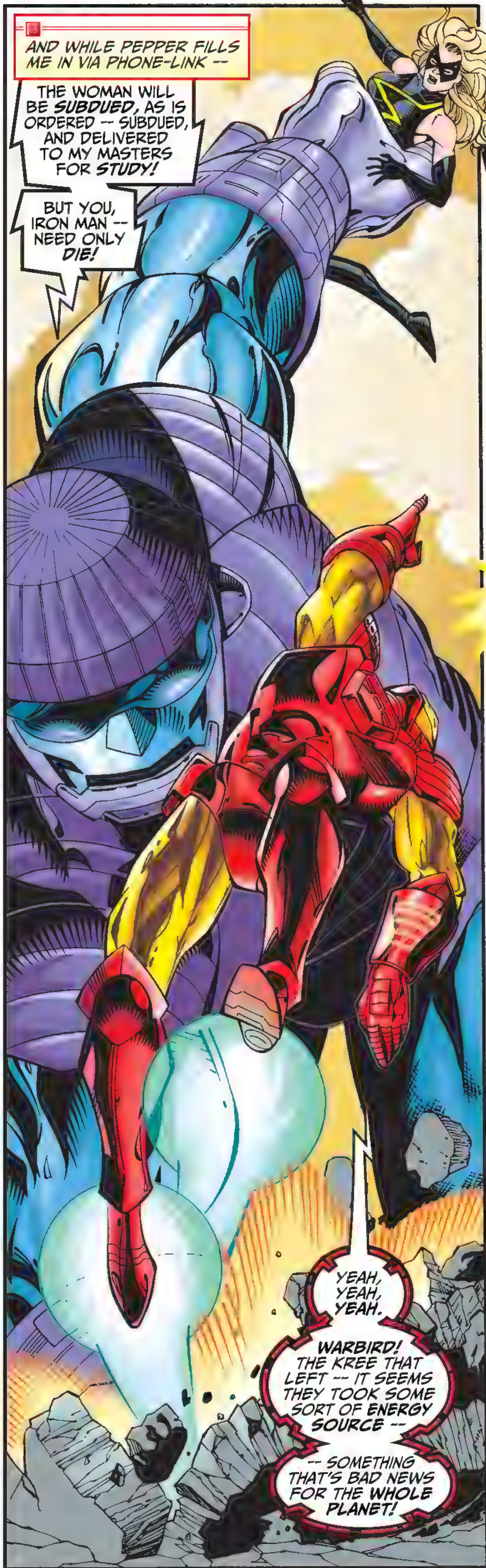
"-- SO I TRIED NOT TO THINK ABOUT WHAT THEY WANTED THE POWER PLANT **FOR**--

"-- AND I MADE THE **DEAL**."

BUT NOW -- THEY'VE GOT THE ONLY **PROTOTYPE**, AND I HEARD DYLAN CIR ONCE -- TALKING ABOUT HOW IT'LL DOOM THE ENTIRE **EARTH**--!

UH-OH. **IRON MAN** HAD BETTER HEAR ABOUT THIS --





AND WHILE PEPPER FILLS ME IN VIA PHONE-LINK --

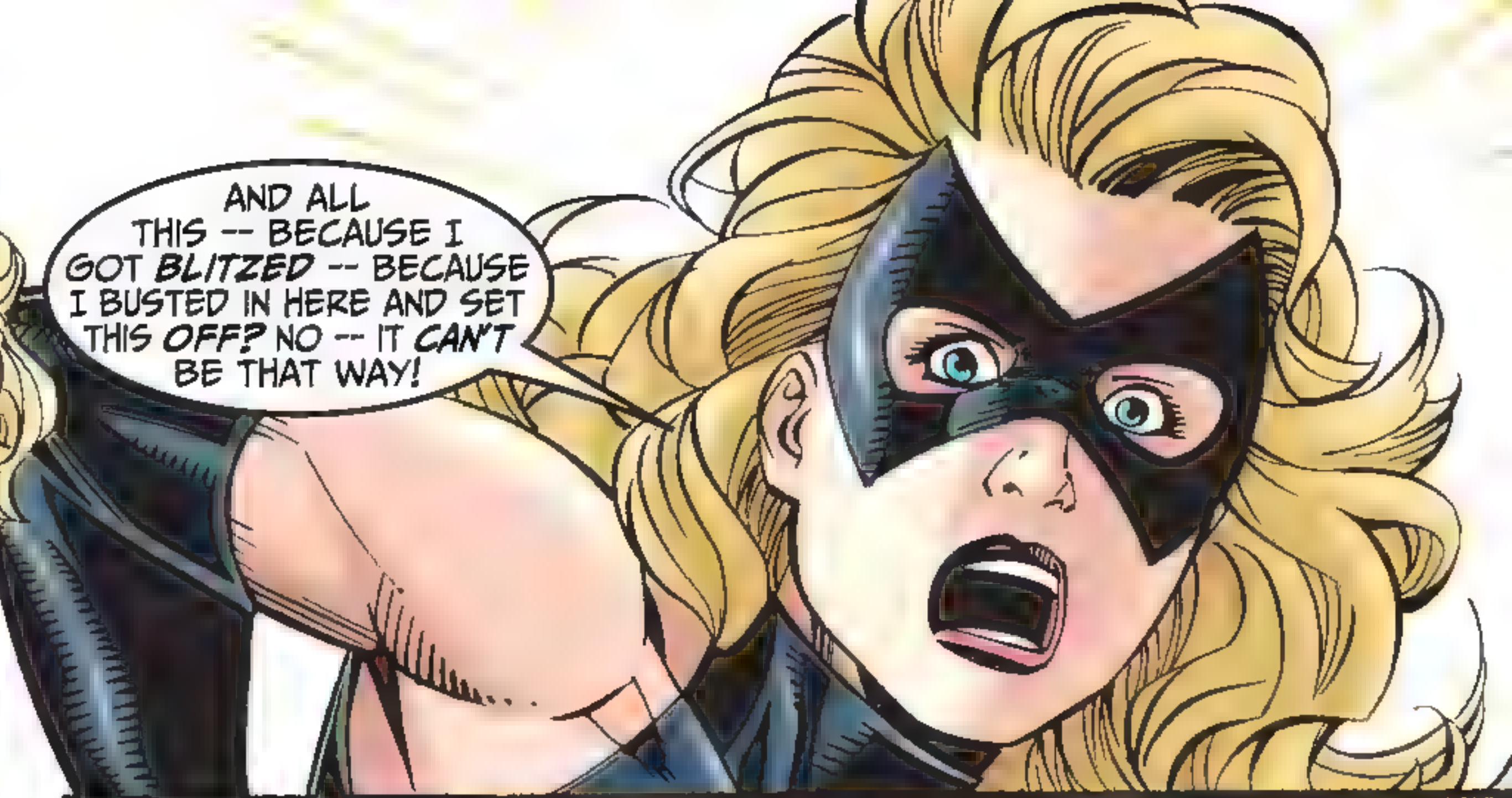
THE WOMAN WILL BE **SUBDUED**, AS IS ORDERED -- SUBDUED, AND DELIVERED TO MY MASTERS FOR **STUDY**!

BUT YOU, IRON MAN -- NEED ONLY **DIE**!

YEAH, YEAH, YEAH.

WARBIRD! THE KREE THAT LEFT -- IT SEEMS THEY TOOK SOME SORT OF ENERGY SOURCE --

-- SOMETHING THAT'S BAD NEWS FOR THE WHOLE PLANET!



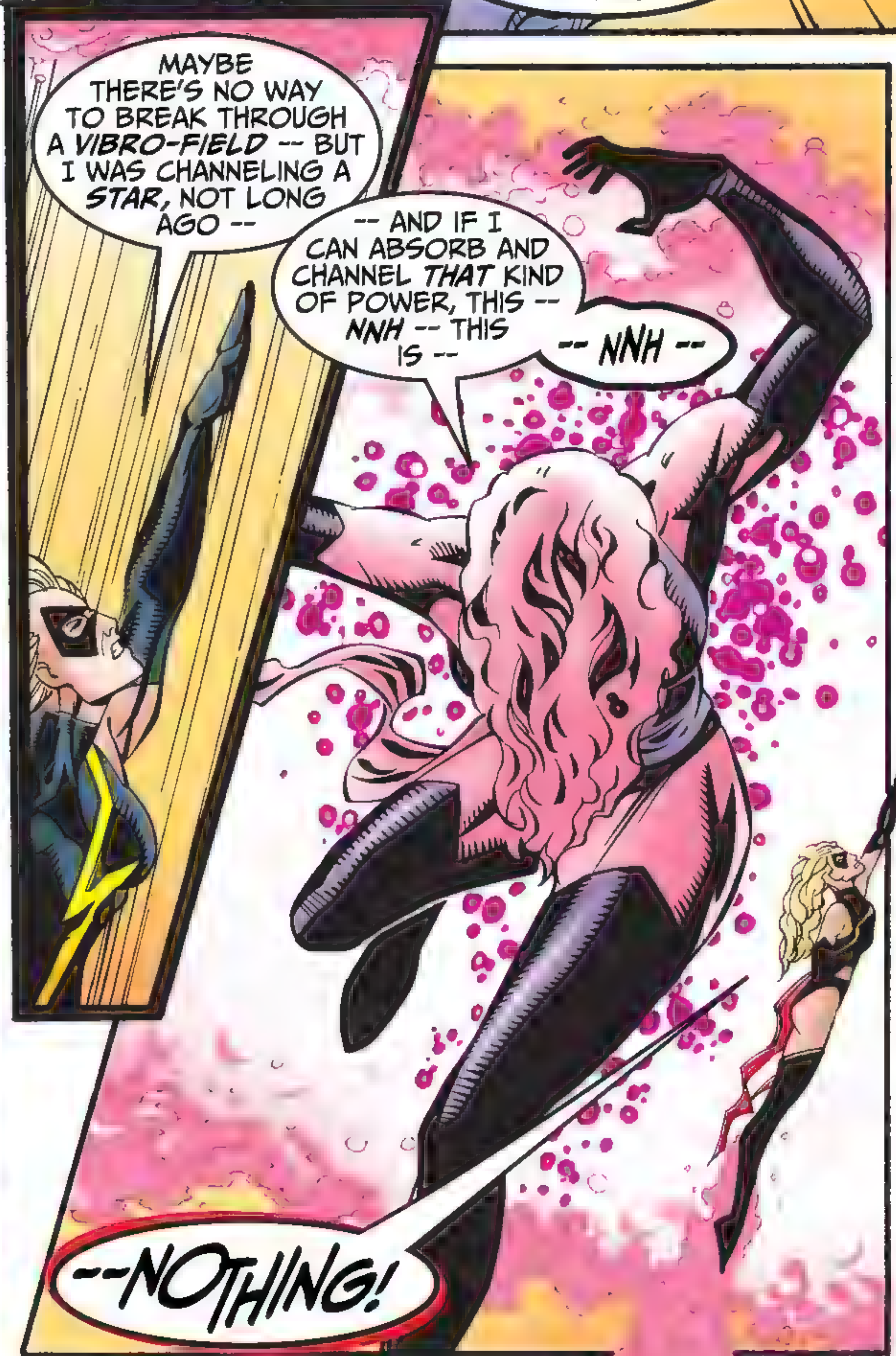
AND ALL THIS -- BECAUSE I GOT **BLITZED** -- BECAUSE I BUSTED IN HERE AND SET THIS OFF? NO -- IT CAN'T BE THAT WAY!



I WON'T **LET** IT!

I WON'T LET THIS HAPPEN!

SOMEBODY'S GOT TO STOP THEM -- AND IT'S GOING TO BE ME!



MAYBE THERE'S NO WAY TO BREAK THROUGH A **VIBRO-FIELD** -- BUT I WAS CHANNELING A **STAR**, NOT LONG AGO --

-- AND IF I CAN ABSORB AND CHANNEL THAT KIND OF POWER, THIS -- **NNH** -- THIS IS --

-- **NNH** --

-- **NOTHING!**

AND LIKE THAT, SHE'S THROUGH. AND I RECOGNIZE THE DESPERATION IN HER VOICE.

I REMEMBER -- I REMEMBER BEING THAT LOST -- THAT DETERMINED TO FORCE MY WORLD BACK INTO SOME KIND OF SENSE --

-- AND I REMEMBER WHAT IT COST ME. BUT MUCH AS I'D LIKE TO TELL HER NOT TO PUSH SO HARD THAT SHE BREAKS --

-- I'VE GOT MORE IMMEDIATE BUSINESS TO DEAL WITH.

HEY, SENTRY! YOU THINK YOU'RE PRETTY HOT STUFF, DON'T YOU?

I AM THE KREE SENTRY #571. THAT IS ALL THAT NEED BE SAID.

YEAH, AND YOU'RE JUST FOLLOWING ORDERS, RIGHT? WELL, I DON'T CARE.

I'VE BEEN FIGHTING A LOT OF UNDERLINGS LATELY, WHILE THE BIG BOSSES STAY OUT OF THINGS.

AND EVEN THE FOOTSOLDIERS -- FIREBRAND, TUATARA -- THEY'VE BEEN USING ME FOR A PUNCHING BAG AND THEN SLIPPING AWAY.

AND THAT'S TOO BAD -- FOR YOU.

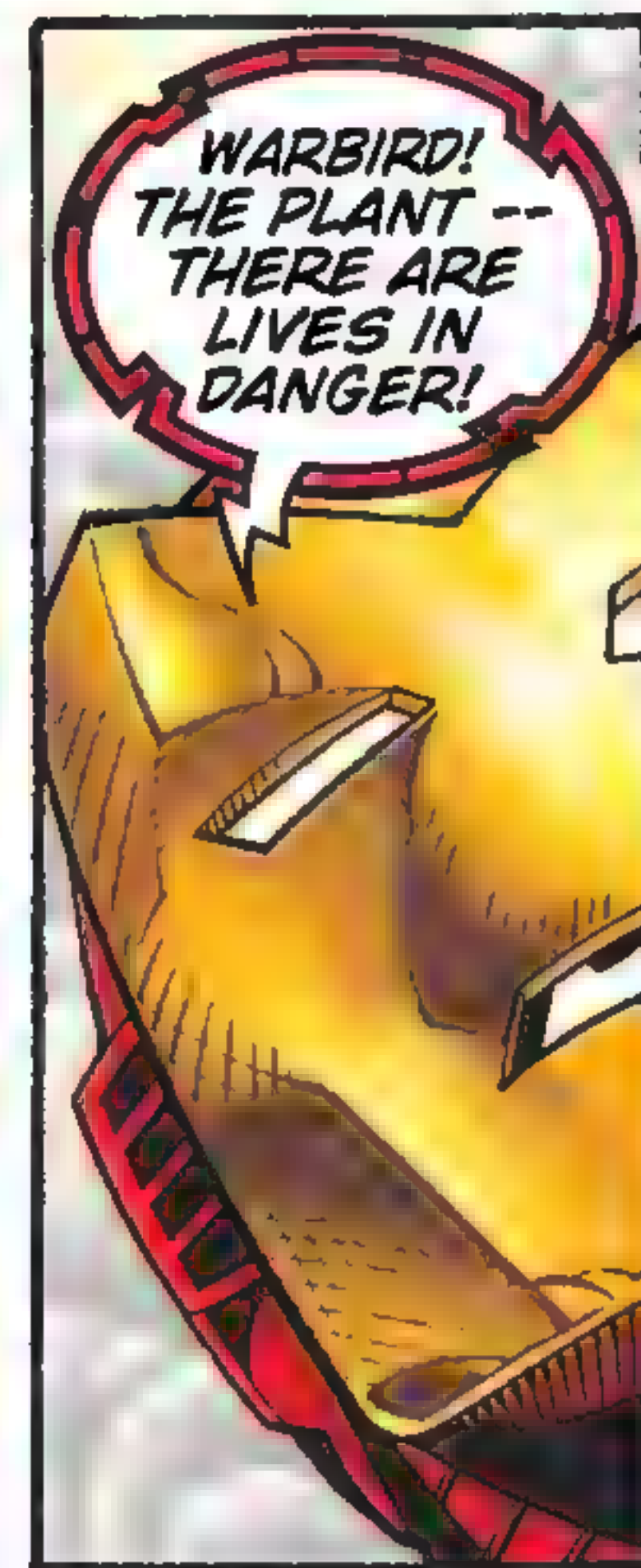
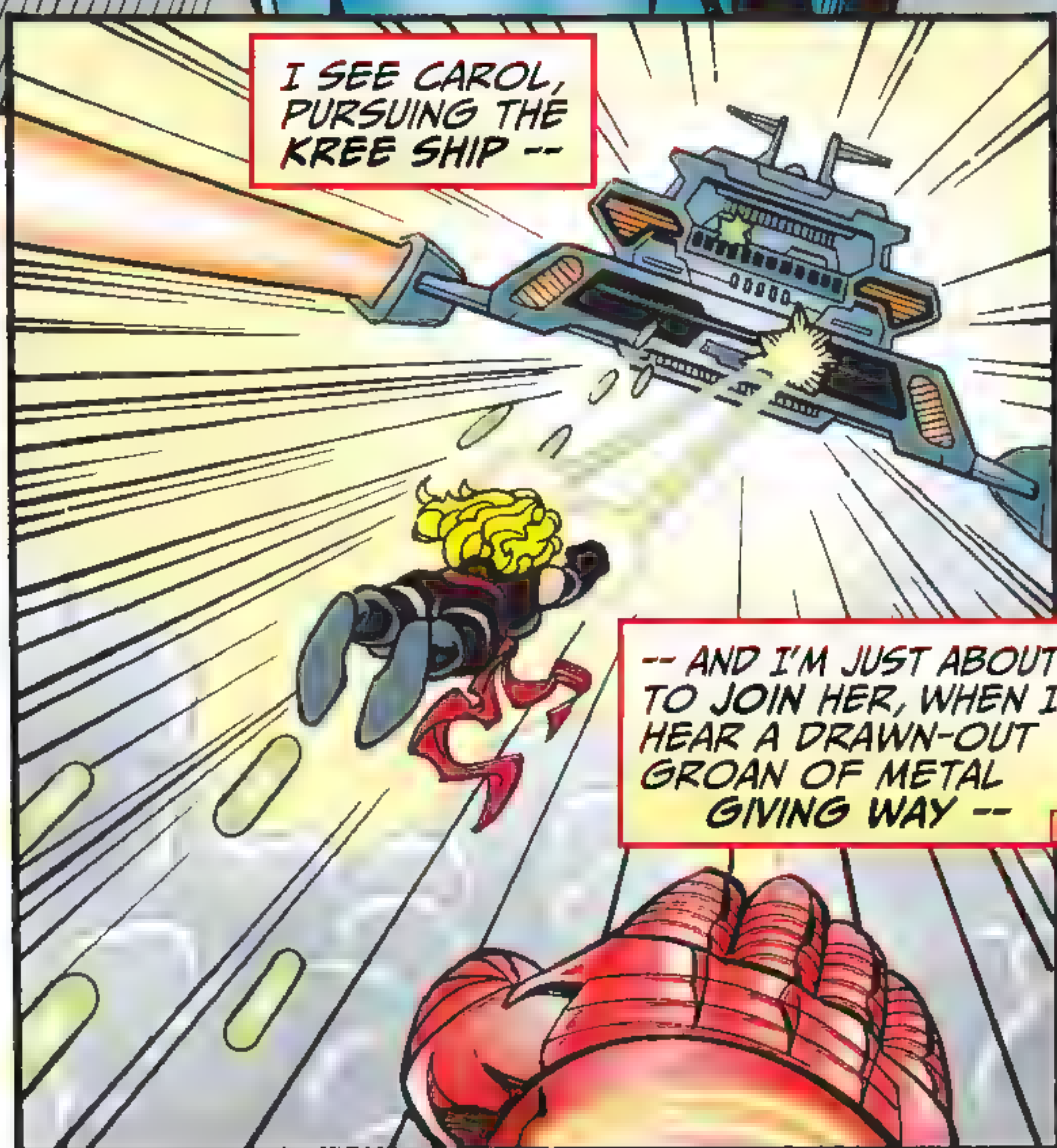
BECAUSE YOU'RE HERE --

--AND YOU'RE HANDY--

-- AND I'VE HAD ENOUGH. SOMEBODY'S GOT TO LEARN WHAT IT MEANS TO CROSS THE INVINCIBLE IRON MAN --

KRANG

WHONG



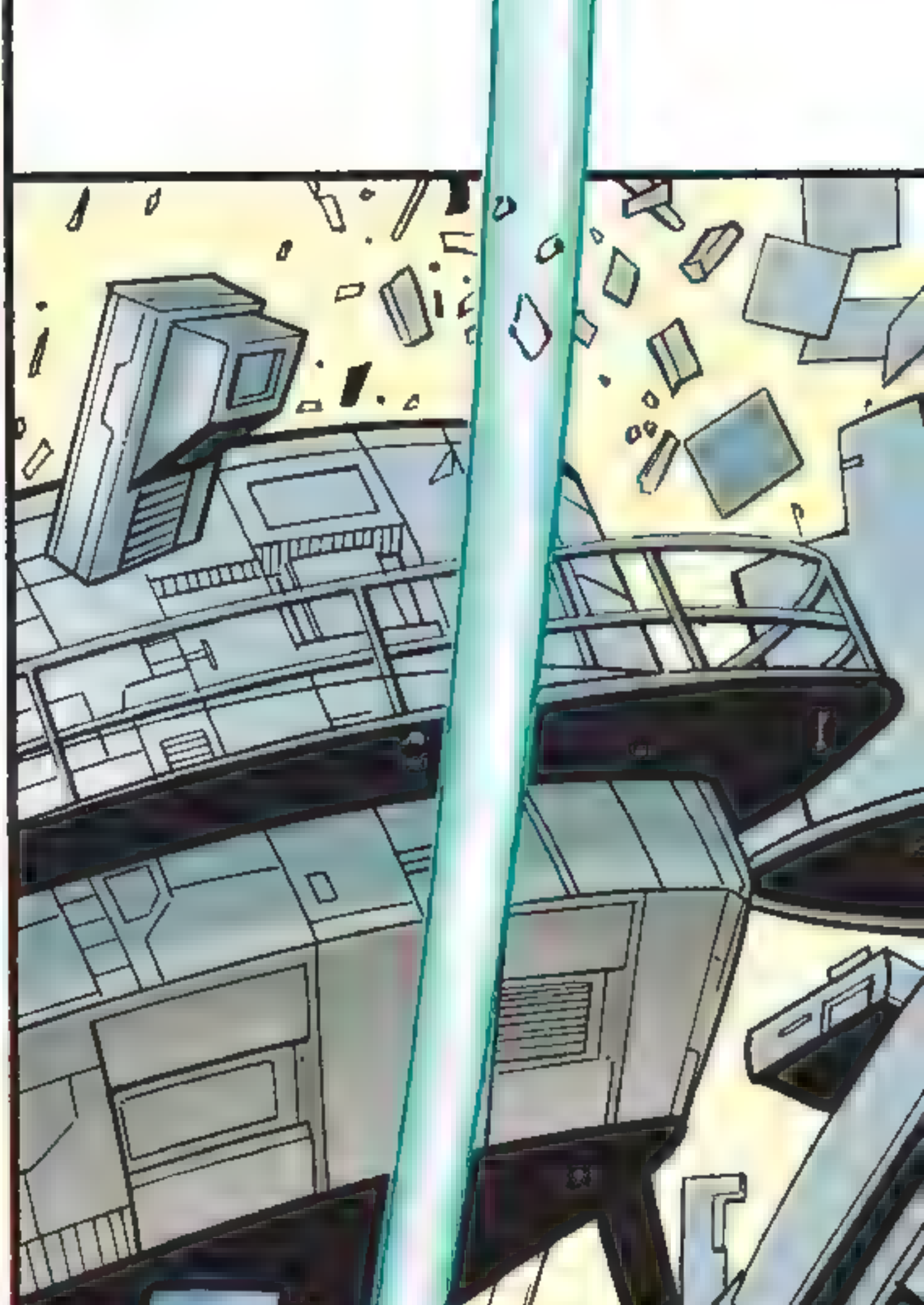


THEN
SAVE 'EM!
I'M GOING TO
CATCH THESE
JERKS -- GOING
TO PROVE
MYSELF!

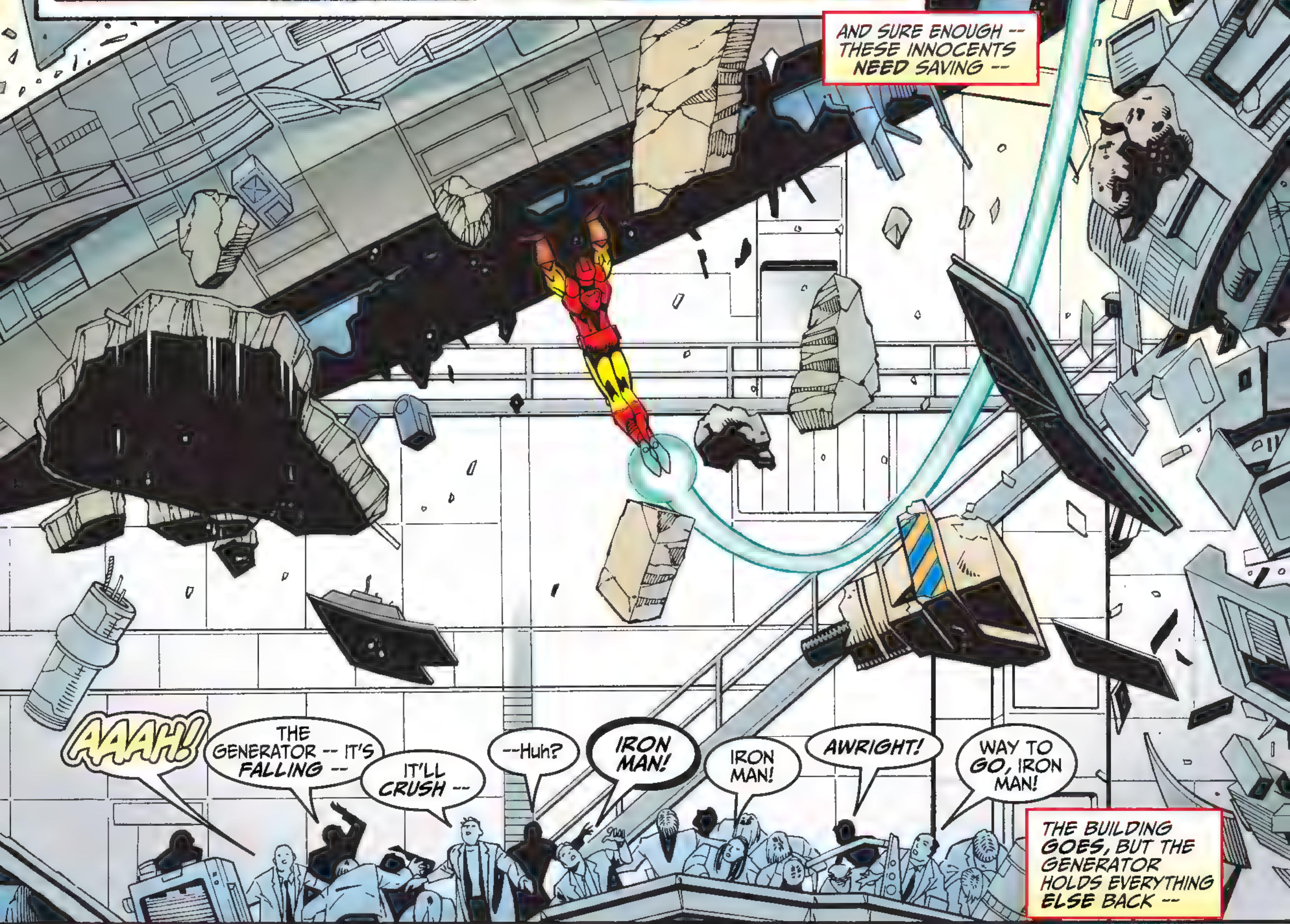
THERE'S NO
TIME TO ARGUE --



-- AND I DOUBT
SHE'D LISTEN
ANYWAY. STILL, IT'S
STANDARD AVENGERS
PROCEDURE --
SAVE INNOCENTS
FIRST, CATCH THE
BAD GUYS LATER.



AND SURE ENOUGH --
THESE INNOCENTS
NEED SAVING --



AAAAH!

THE
GENERATOR -- IT'S
FALLING --

IT'LL
CRUSH --

--Huh?

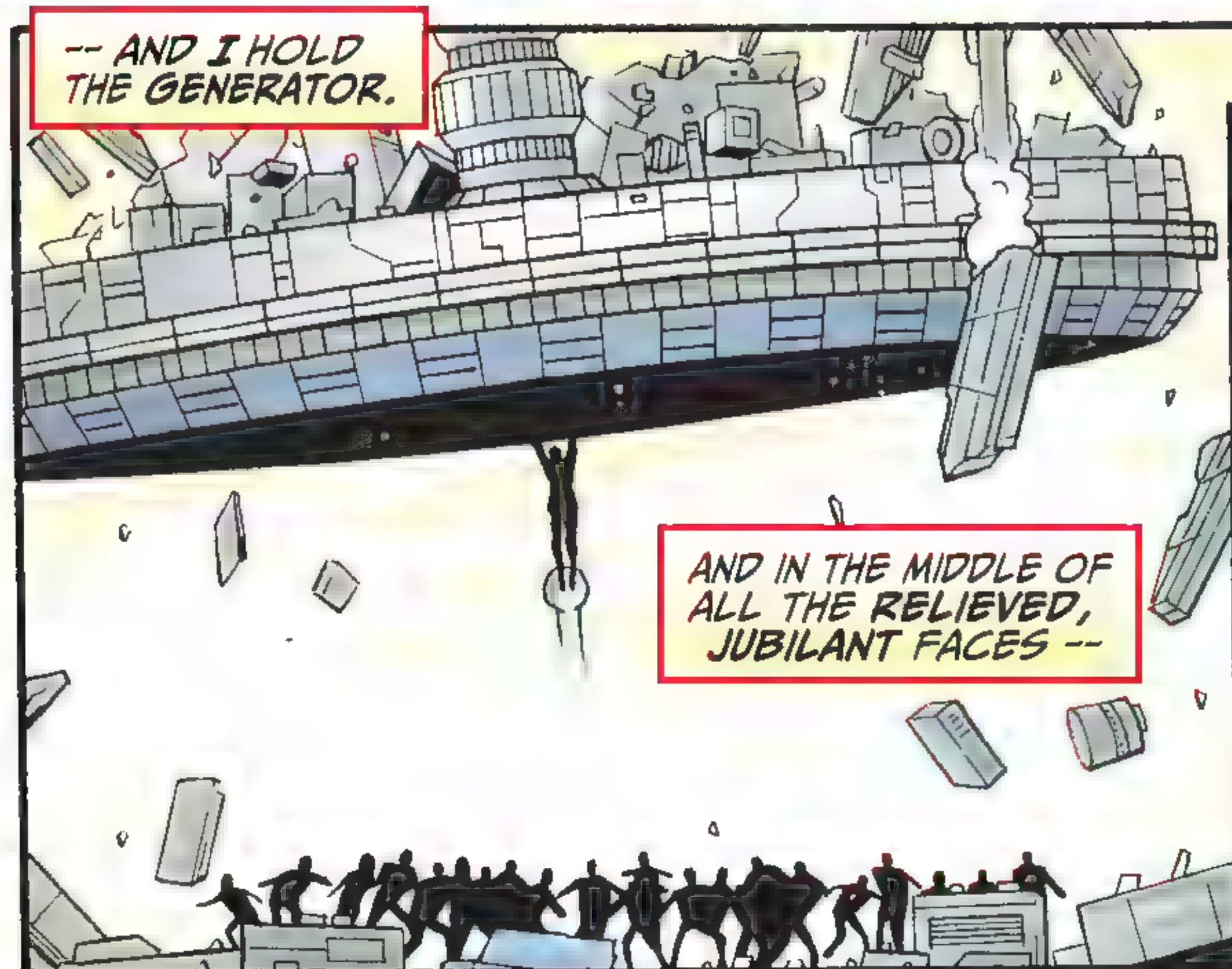
IRON
MAN!

IRON
MAN!

AWRIGHT!

WAY TO
GO, IRON
MAN!

THE BUILDING
GOES, BUT THE
GENERATOR
HOLDS EVERYTHING
ELSE BACK --



-- AND I HOLD
THE GENERATOR.

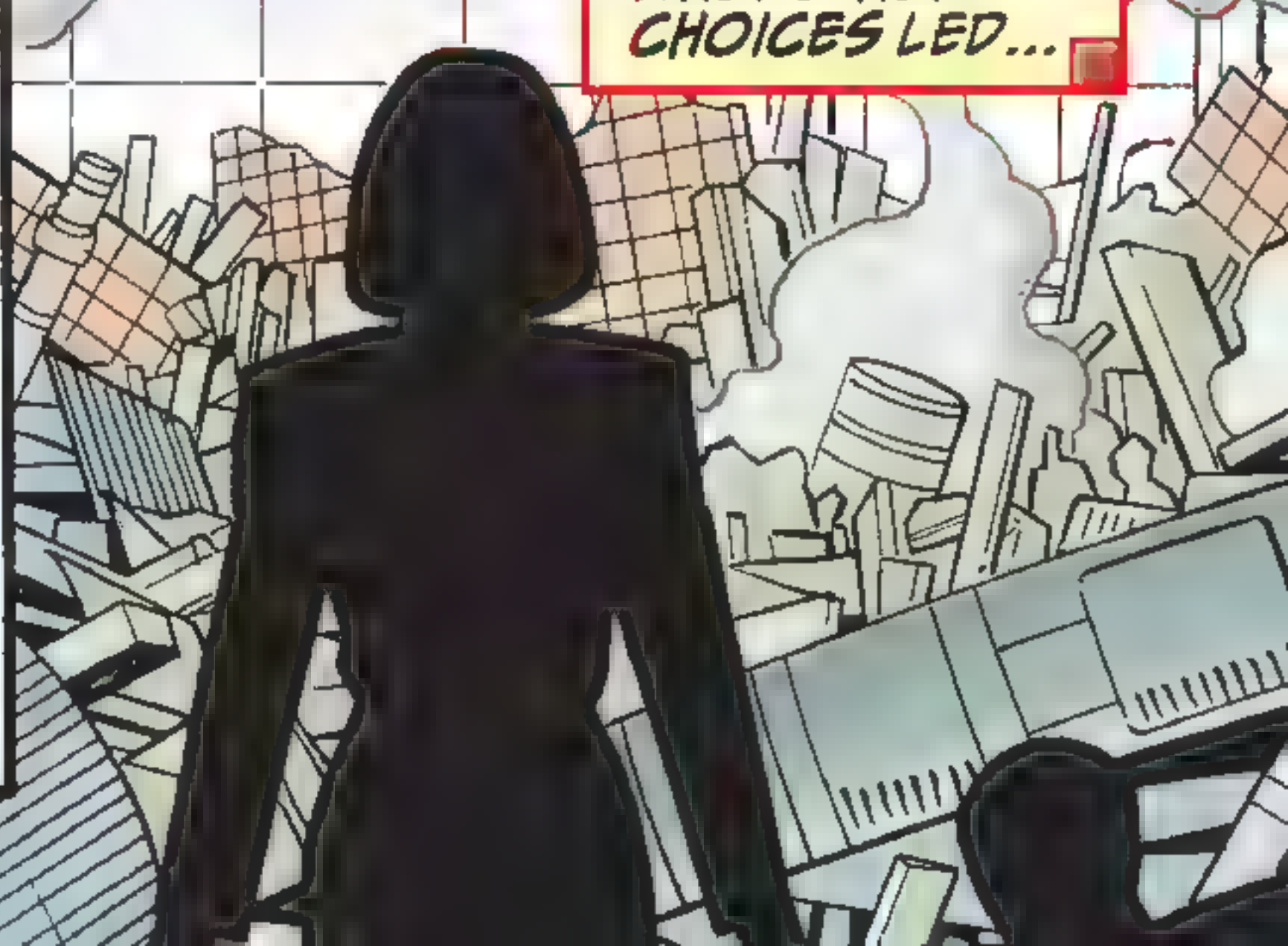
AND IN THE MIDDLE OF
ALL THE RELIEVED,
JUBILANT FACES --

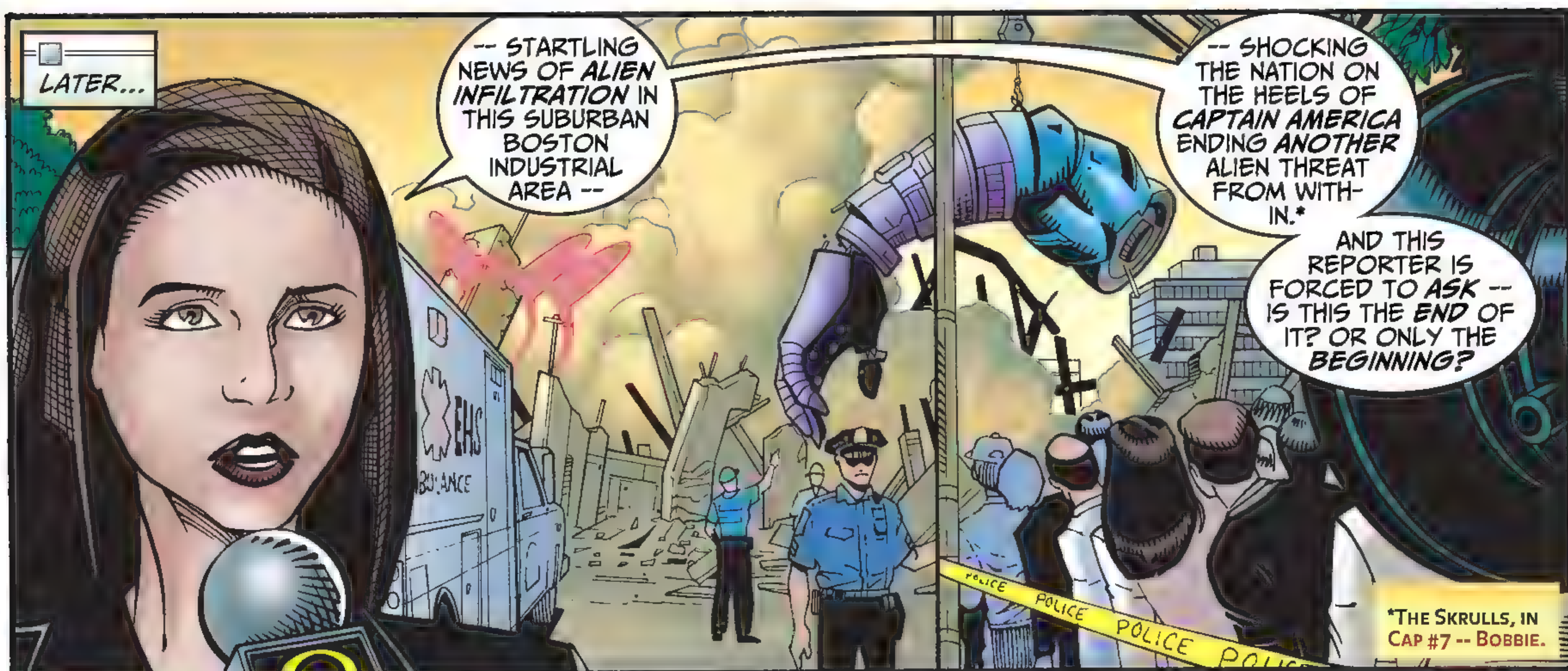


-- I CATCH SIGHT
OF VICTORIA --

AND I KNOW WHAT SHE'S THINKING.
WHERE THE REST OF US SEE
RUBBLE AND WRECKAGE, SHE SEES
HER COMPANY, HER LIFE. AND
SHE KNOWS --

-- SHE KNOWS
THAT THIS IS
WHERE HER
CHOICES LED...





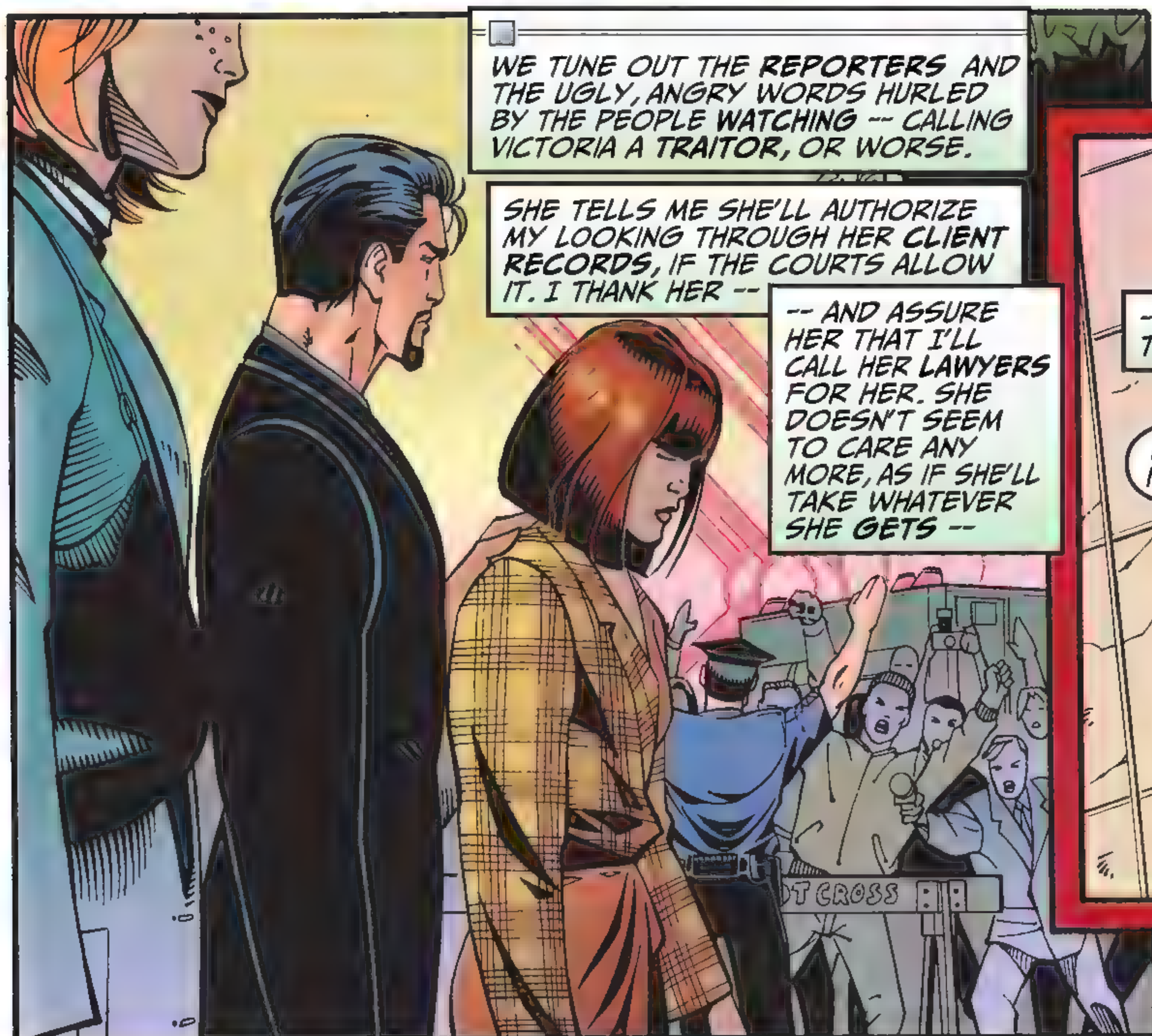
LATER...

-- STARTLING NEWS OF ALIEN INFILTRATION IN THIS SUBURBAN BOSTON INDUSTRIAL AREA --

-- SHOCKING THE NATION ON THE HEELS OF CAPTAIN AMERICA ENDING ANOTHER ALIEN THREAT FROM WITH-IN.*

AND THIS REPORTER IS FORCED TO ASK -- IS THIS THE END OF IT? OR ONLY THE BEGINNING?

*THE SKRULLS, IN CAP #7 -- BOBBIE.



WE TUNE OUT THE REPORTERS AND THE UGLY, ANGRY WORDS HURLED BY THE PEOPLE WATCHING -- CALLING VICTORIA A TRAITOR, OR WORSE.

SHE TELLS ME SHE'LL AUTHORIZE MY LOOKING THROUGH HER CLIENT RECORDS, IF THE COURTS ALLOW IT. I THANK HER --

-- AND ASSURE HER THAT I'LL CALL HER LAWYERS FOR HER. SHE DOESN'T SEEM TO CARE ANY MORE, AS IF SHE'LL TAKE WHATEVER SHE GETS --



-- AND THEN --

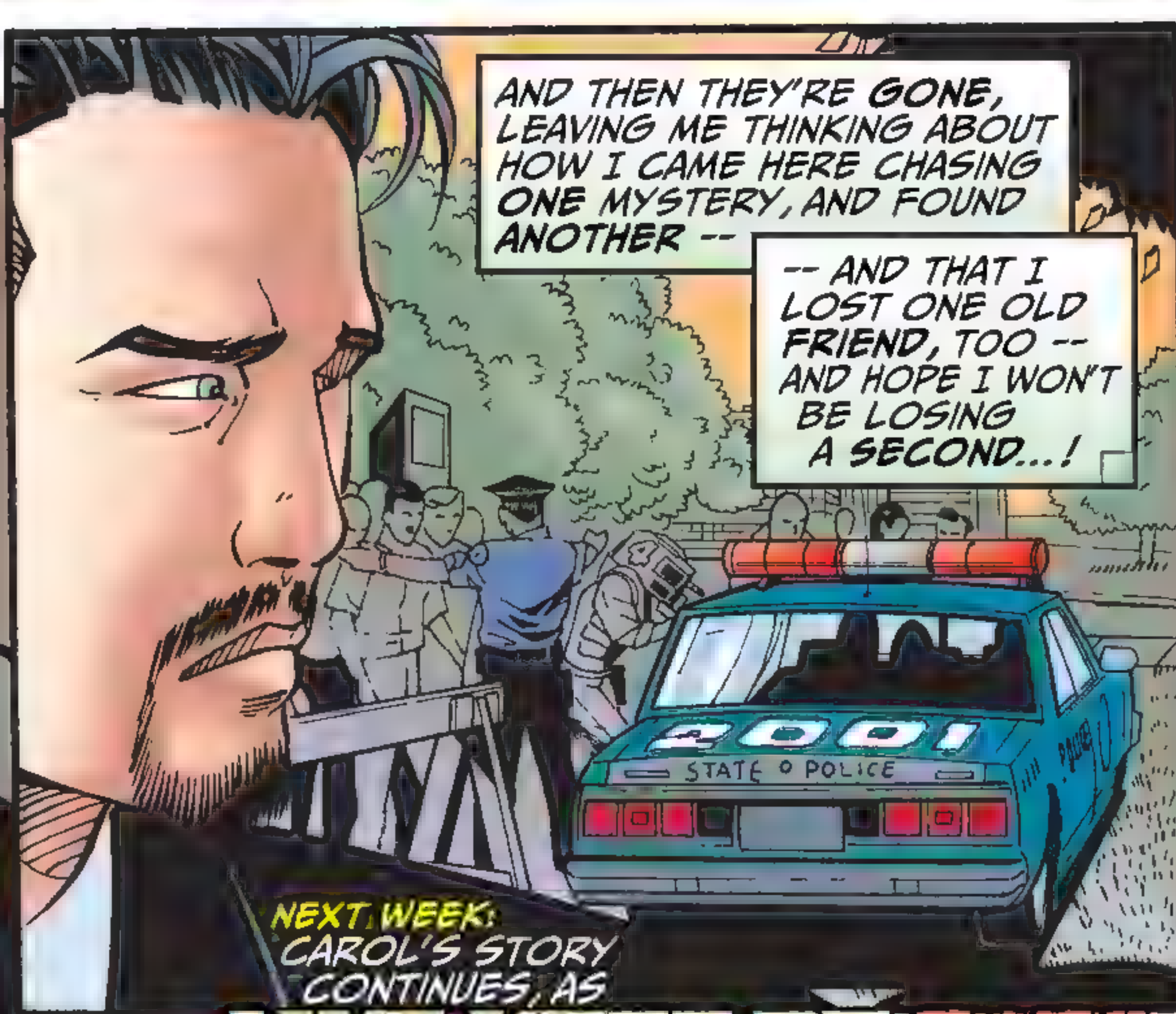
MS. SNOW! MS. SNOW!



YOU'LL HAVE TO COME WITH US, MA'AM.

I UNDERSTAND, OFFICER. WHAT... WHAT ARE THE CHARGES?

WE DON'T KNOW YET -- TREASON? UNAUTHORIZED COMMERCE WITH FOREIGN NATIONALS? WE'LL FIGURE IT OUT DOWN AT THE STATION.



AND THEN THEY'RE GONE, LEAVING ME THINKING ABOUT HOW I CAME HERE CHASING ONE MYSTERY, AND FOUND ANOTHER --

-- AND THAT I LOST ONE OLD FRIEND, TOO -- AND HOPE I WON'T BE LOSING A SECOND...!

NEXT WEEK: CAROL'S STORY CONTINUES, AS **LIVE FREE OR DIE!** AND NEXT MONTH: **WHIPLASH! THE SPYMASTER!** AND THE MYSTERY FOE -- REVEALED!

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AUG
#8

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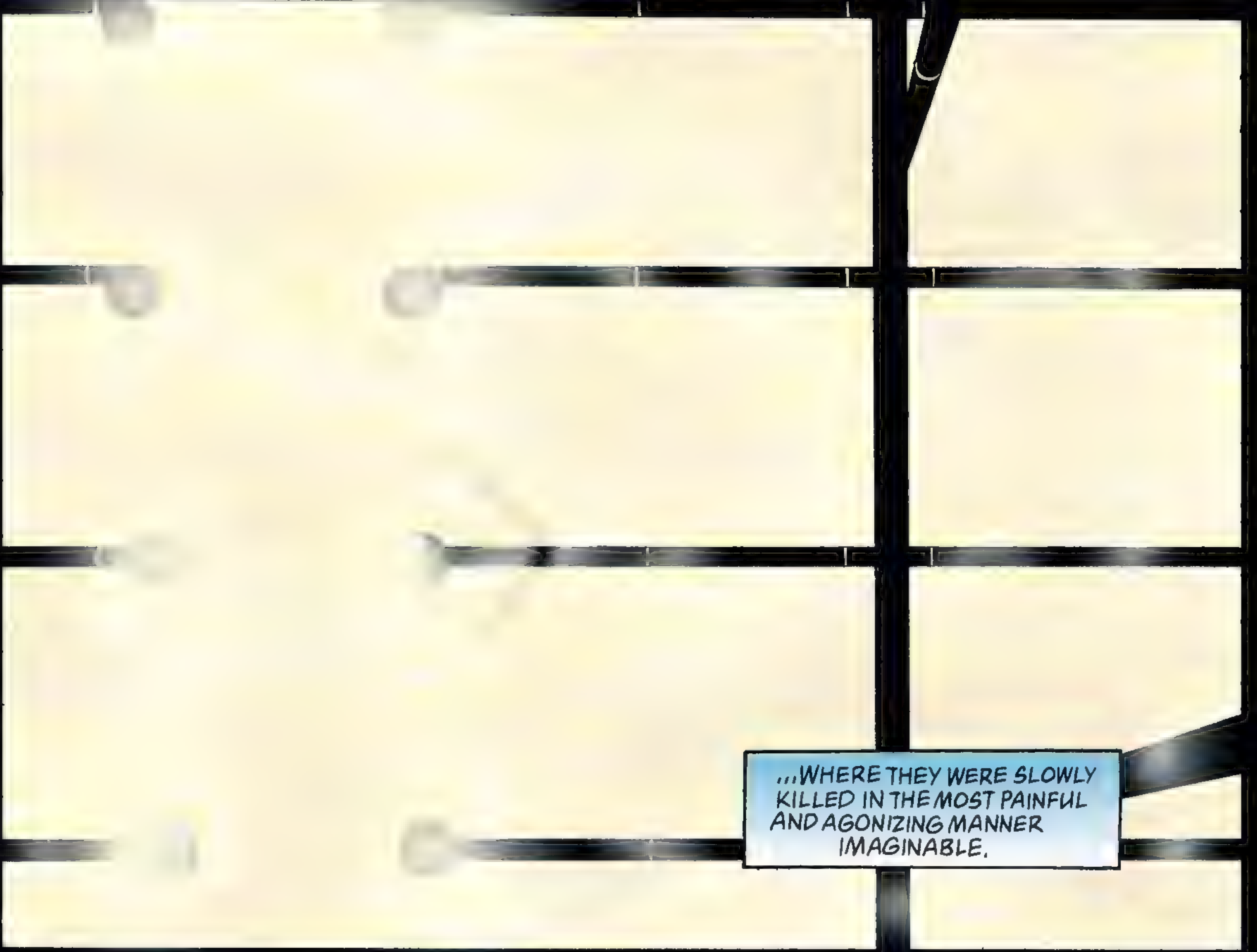
LIVE FREE OR DIE! 24

Captain America



WAID • KUBERT • DELPERDANG



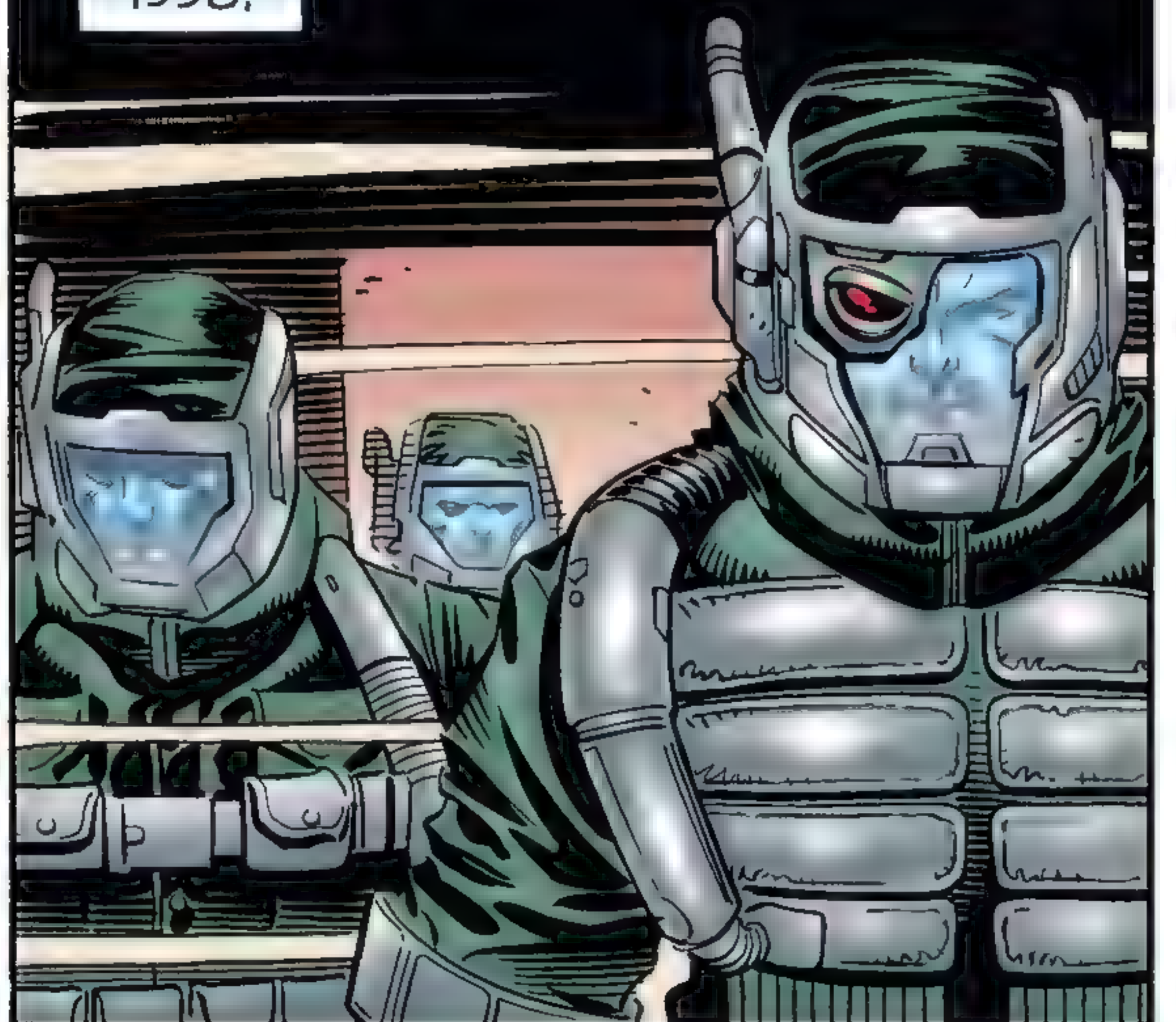


...WHERE THEY WERE SLOWLY
KILLED IN THE MOST PAINFUL
AND AGONIZING MANNER
IMAGINABLE.

THAT WAS DURING
WORLD WAR TWO.



THIS IS
1998.



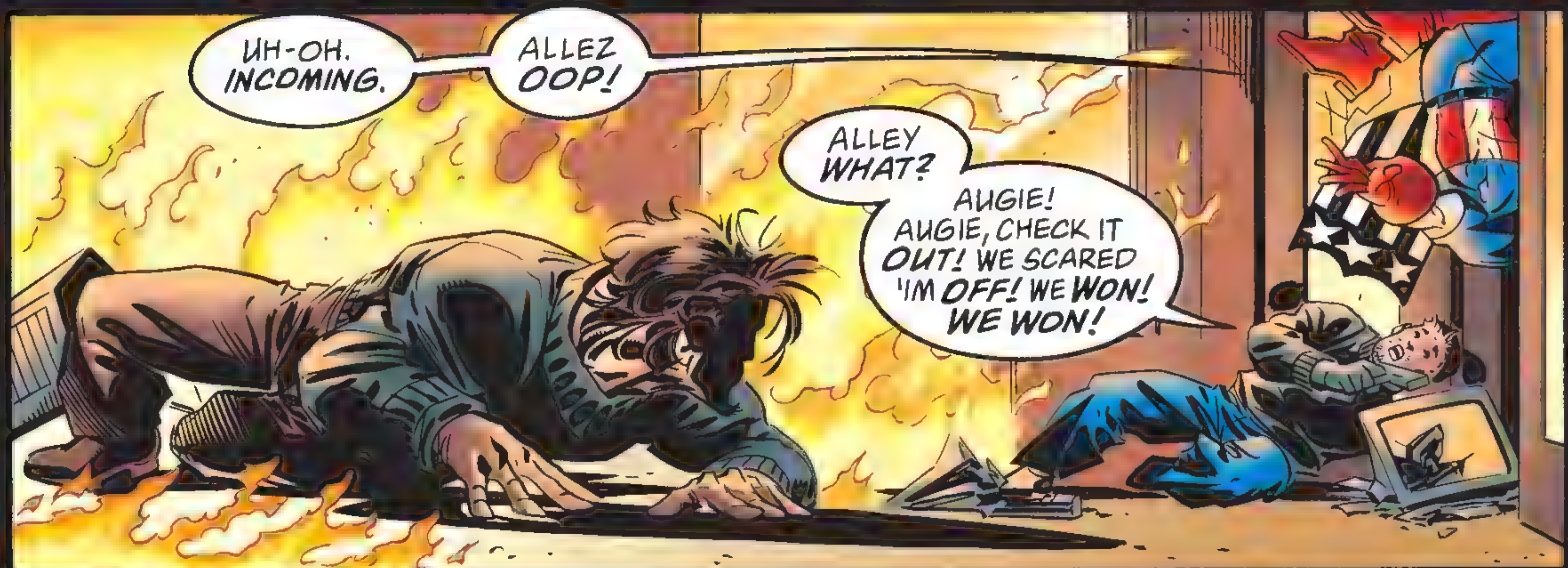
GOING
SOMEWHERE?

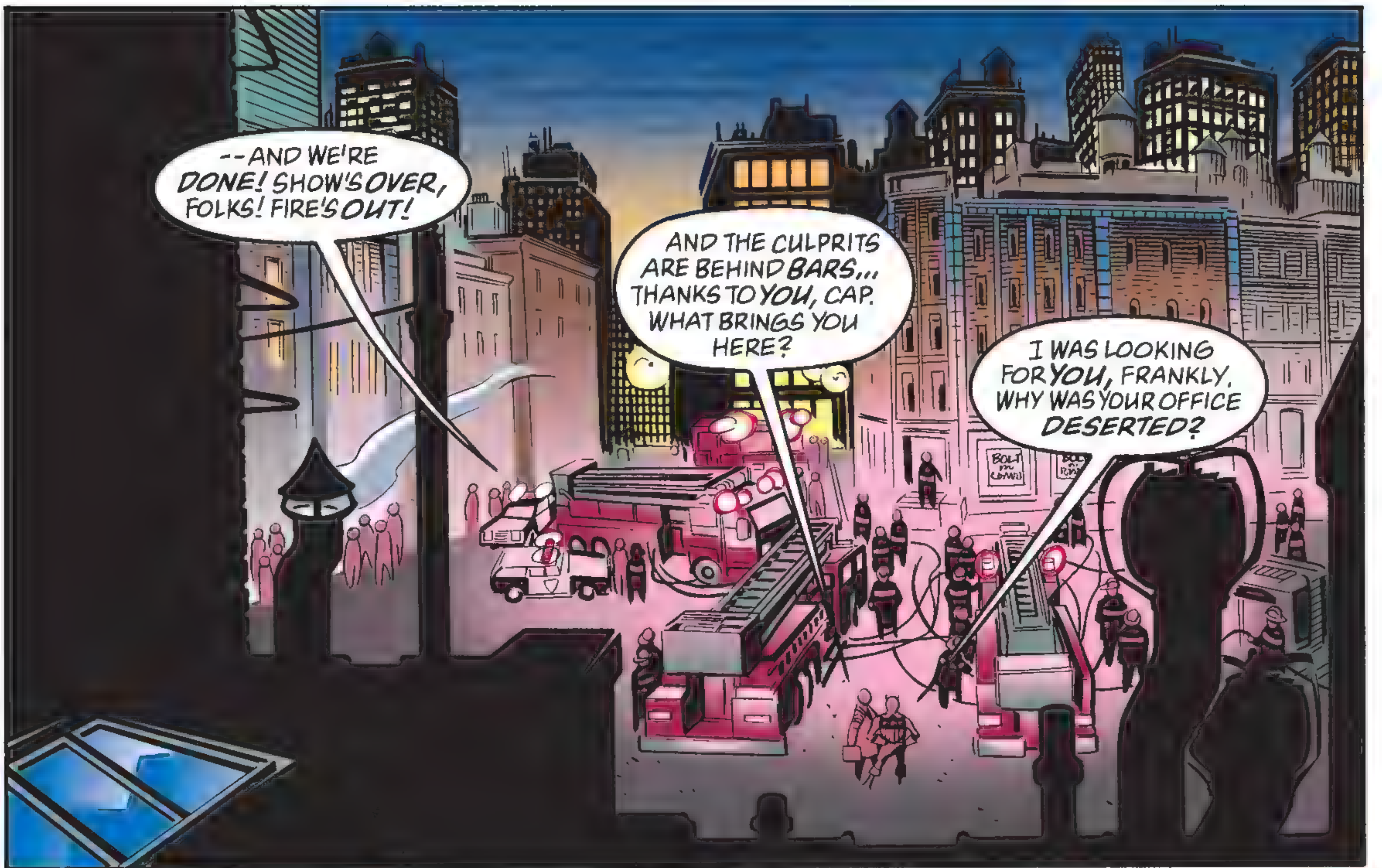
Stan Lee PRESENTS:

LIVE KREE OR *DIE!*

CHAPTER
TWO:
"STUCK IN THE
MIDDLE"

MARK WAID, WRITER ANDY KUBERT, PENCILER JESSE DELPERDANG, INKER
JASON WRIGHT, COLORIST DIGITAL CHAMELEON, SEPARATIONS TODD KLEIN, LETTERER
MATT IDELSON, EDITOR BOB HARRAS, EDITOR IN CHIEF

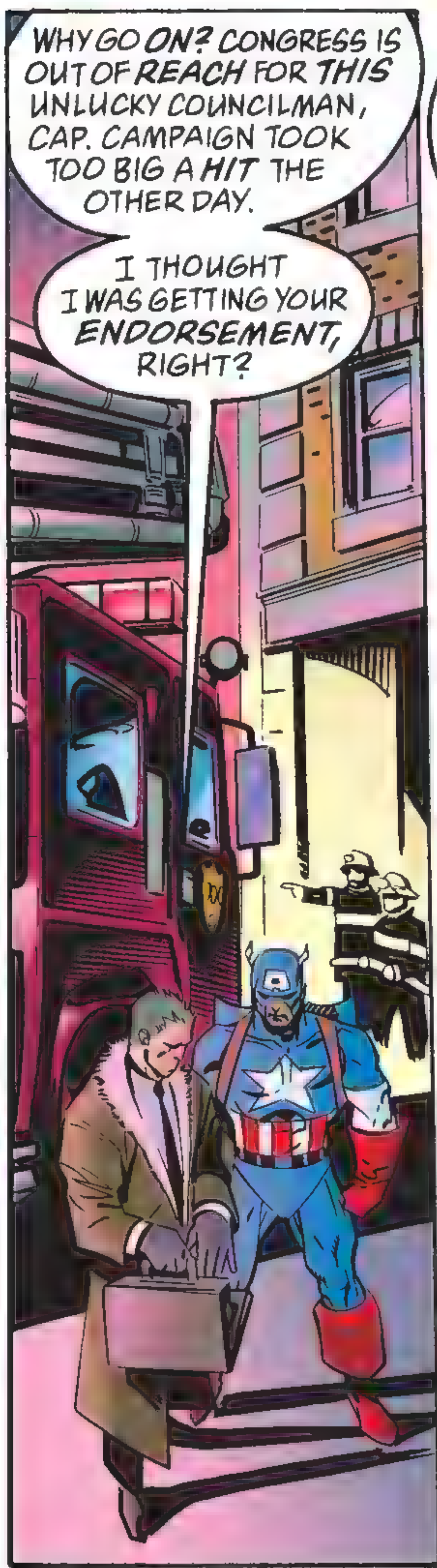




--AND WE'RE
DONE! SHOW'S OVER,
FOLKS! FIRE'S OUT!

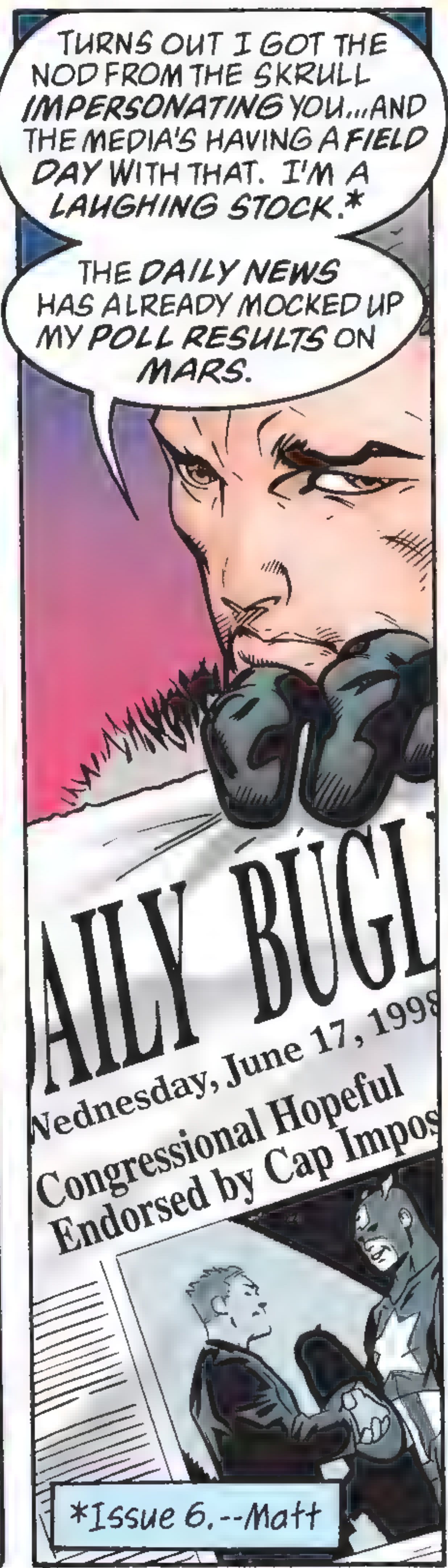
AND THE CULPRITS
ARE BEHIND BARS...
THANKS TO YOU, CAP.
WHAT BRINGS YOU
HERE?

I WAS LOOKING
FOR YOU, FRANKLY.
WHY WAS YOUR OFFICE
DESERTED?



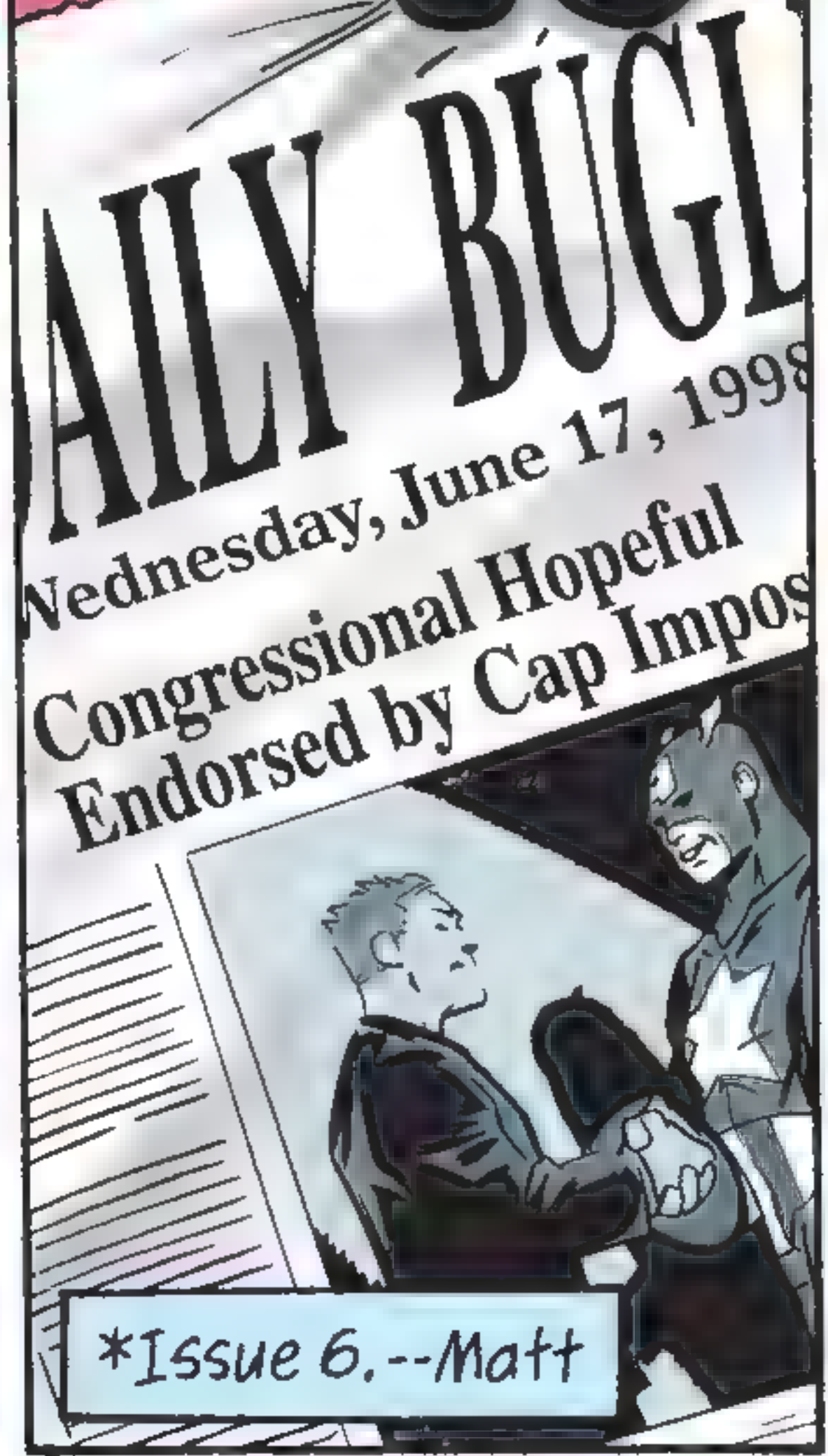
WHY GO ON? CONGRESS IS
OUT OF REACH FOR THIS
UNLUCKY COUNCILMAN,
CAP. CAMPAIGN TOOK
TOO BIG A HIT THE
OTHER DAY.

I THOUGHT
I WAS GETTING YOUR
ENDORSEMENT,
RIGHT?



TURNS OUT I GOT THE
NOD FROM THE SKRULL
IMPERSONATING YOU...AND
THE MEDIA'S HAVING A FIELD
DAY WITH THAT. I'M A
LAUGHING STOCK.*

THE DAILY NEWS
HAS ALREADY MOCKED UP
MY POLL RESULTS ON
MARS.



I--I DON'T KNOW WHAT
TO SAY. THIS IS EXACTLY
THE KIND OF DAMAGE I
WAS AFRAID HE'D
CAUSE.

THE SKRULL USED
MY REPUTATION TO SHATTER
LIVES...AND I CANNOT
HAVE THAT ON MY
CONSCIENCE...



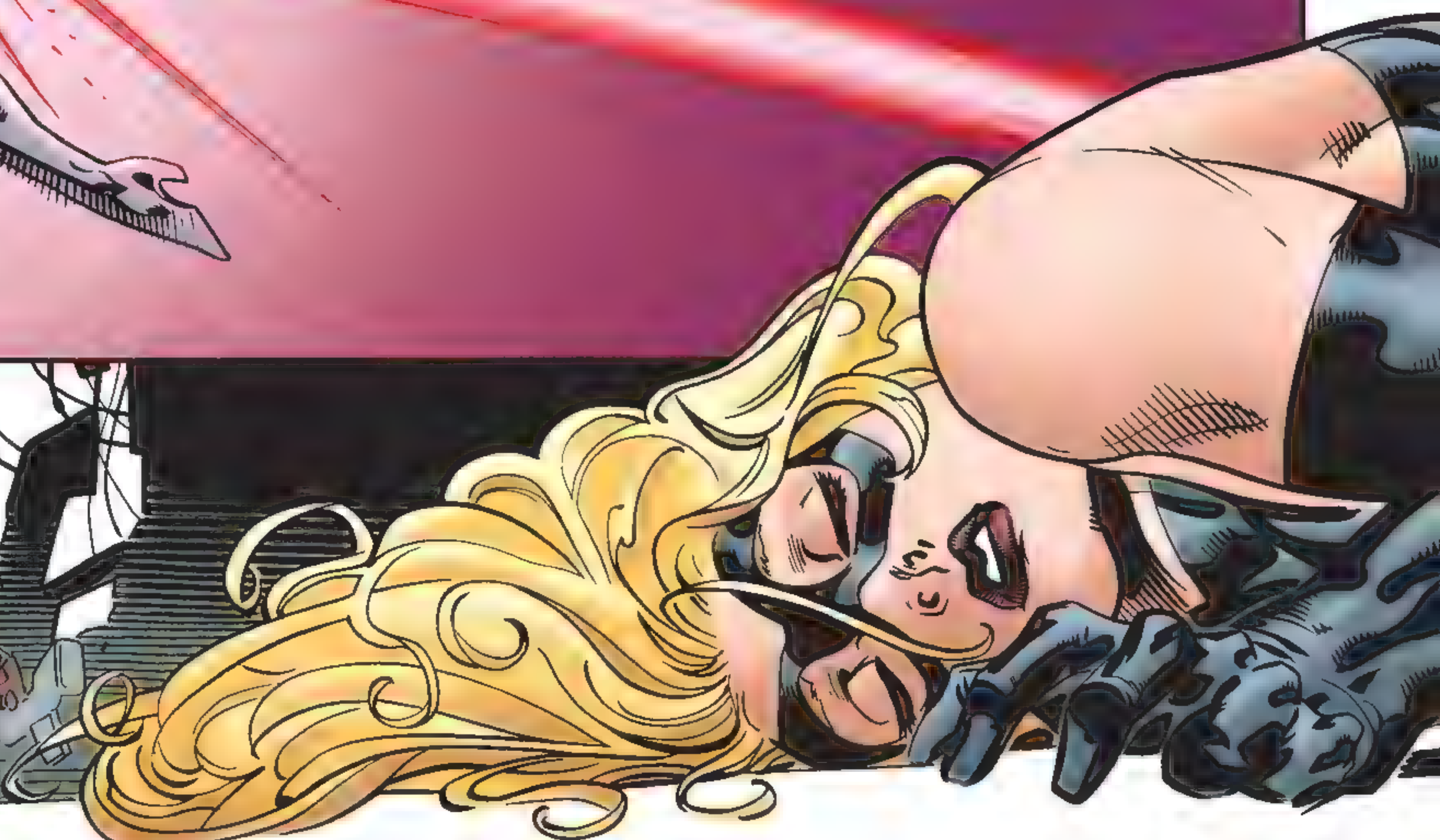
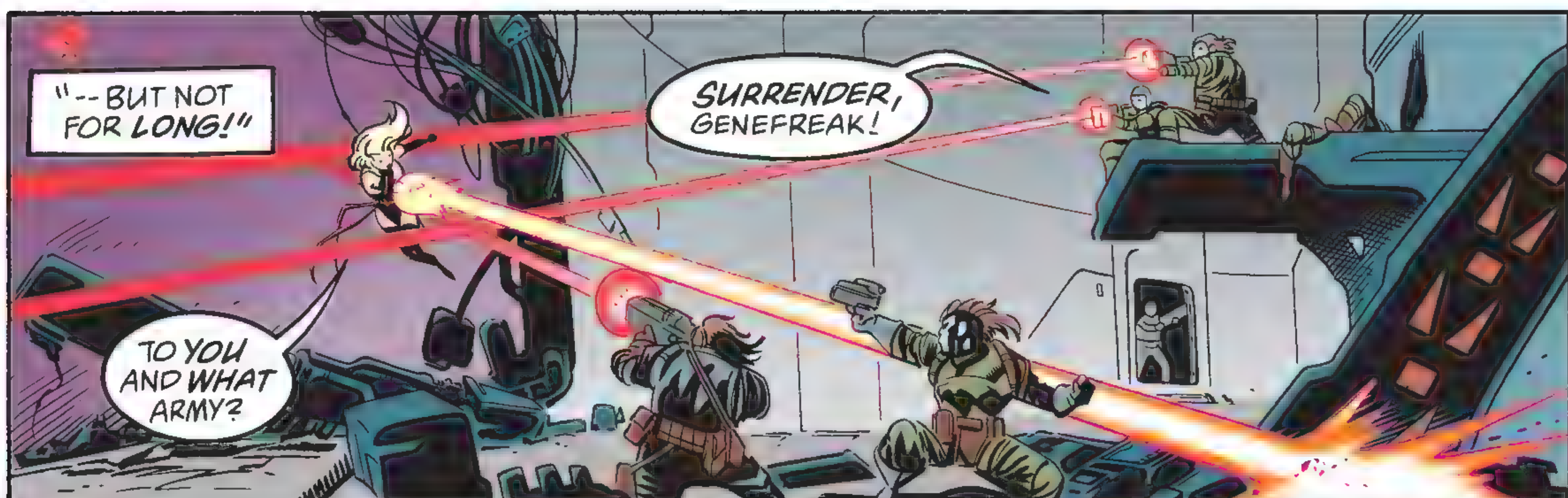
EXCUSE ME, BOLT.
AVENGERS ALERT.

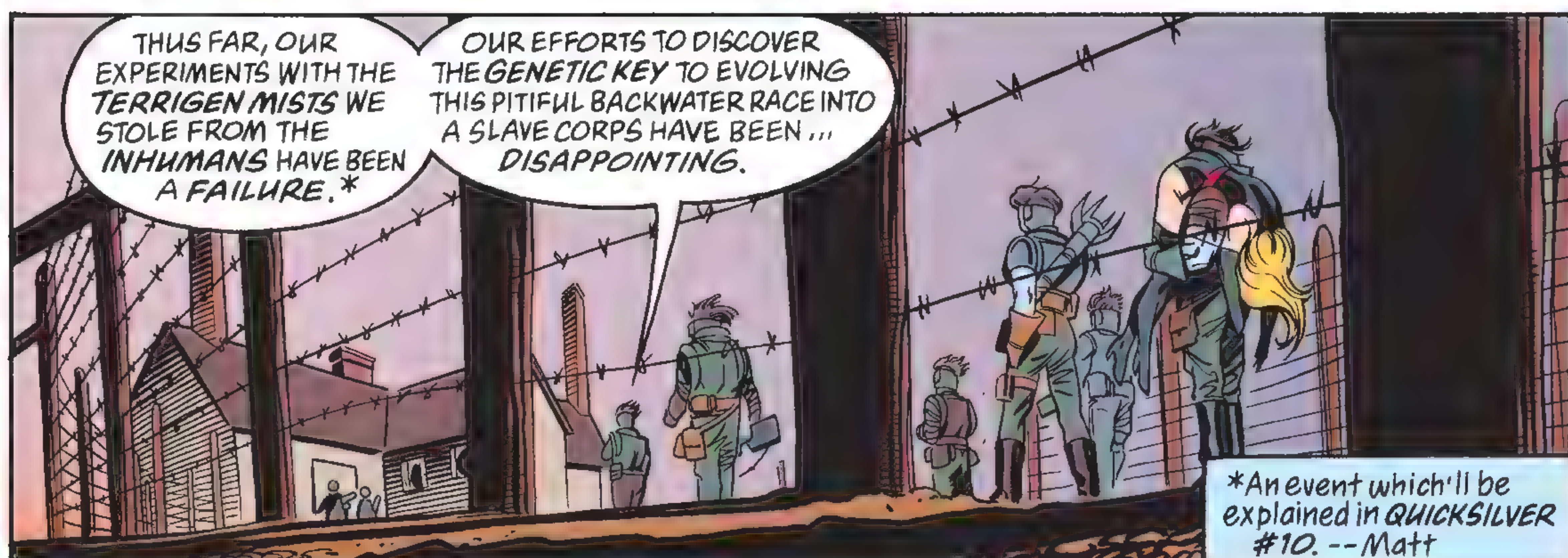
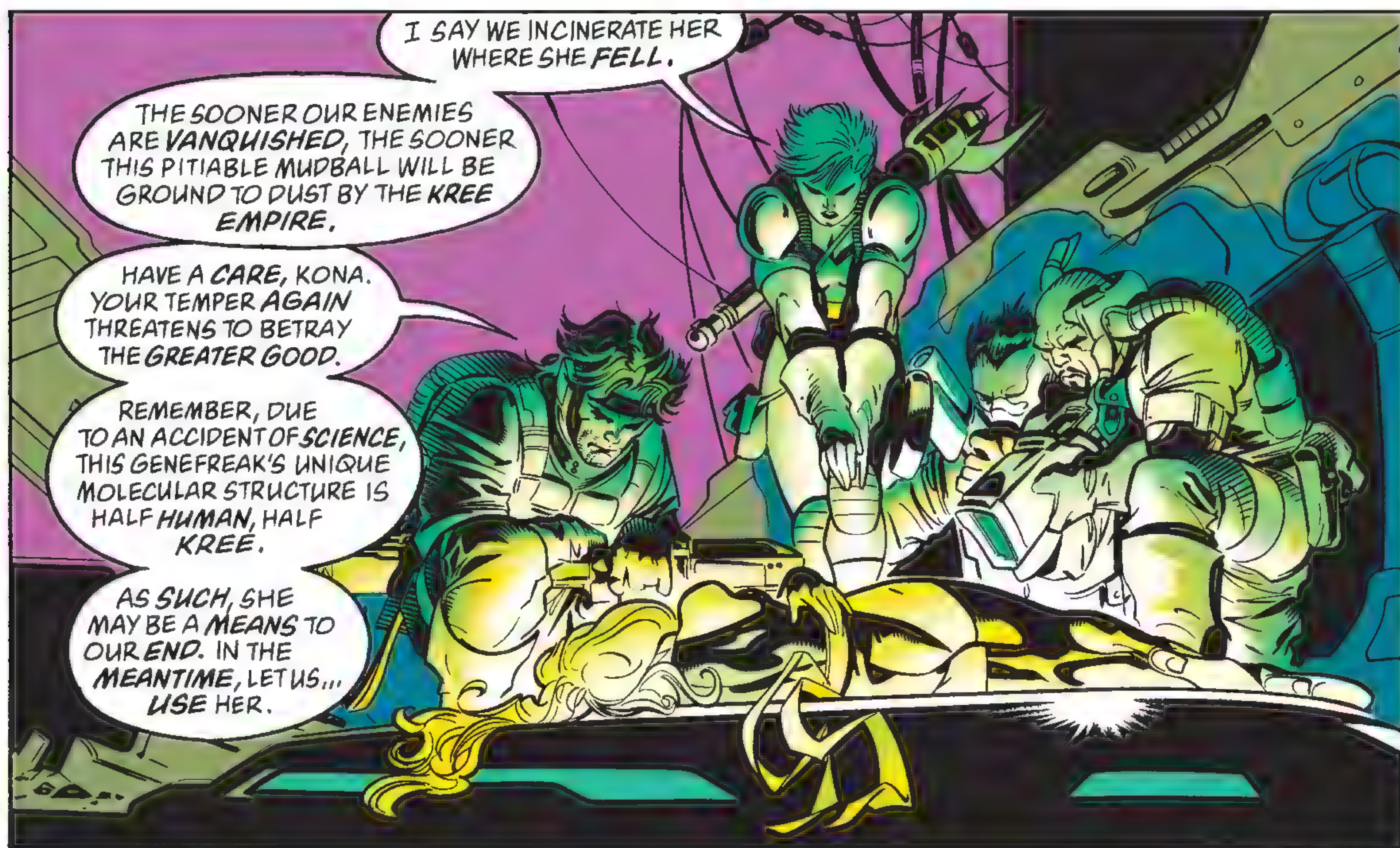
WARBIRD?
WHAT'S
WRONG?

PRIORITY RED,
CAP! I NEED HELP--
FAST!

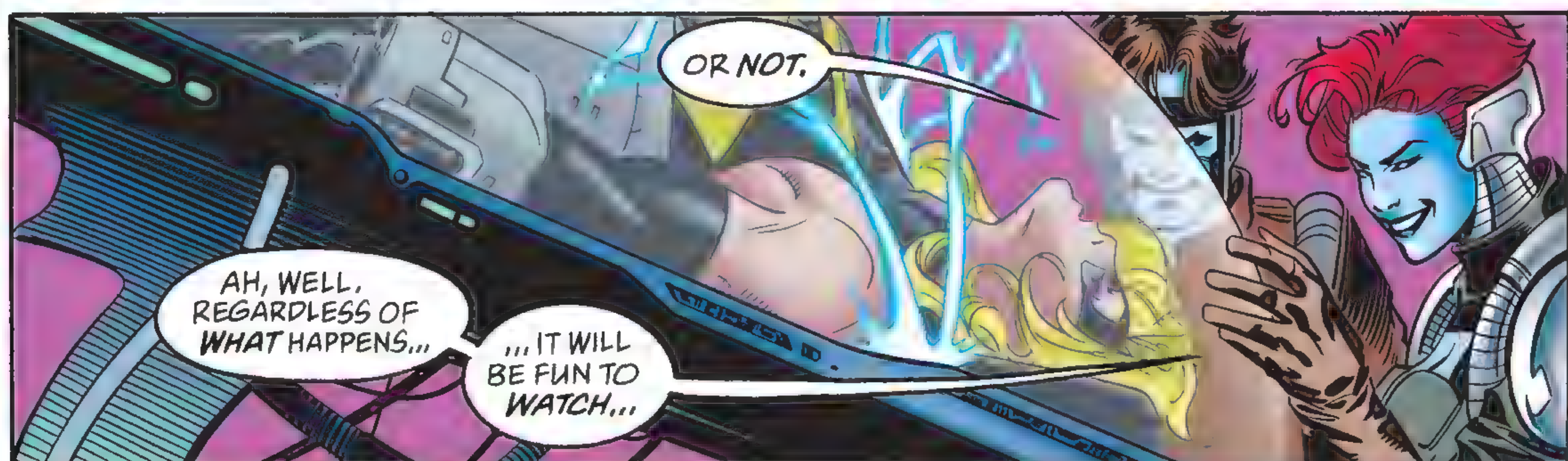








*An event which'll be explained in **QUICKSILVER** #10. -- Matt





WHERE...

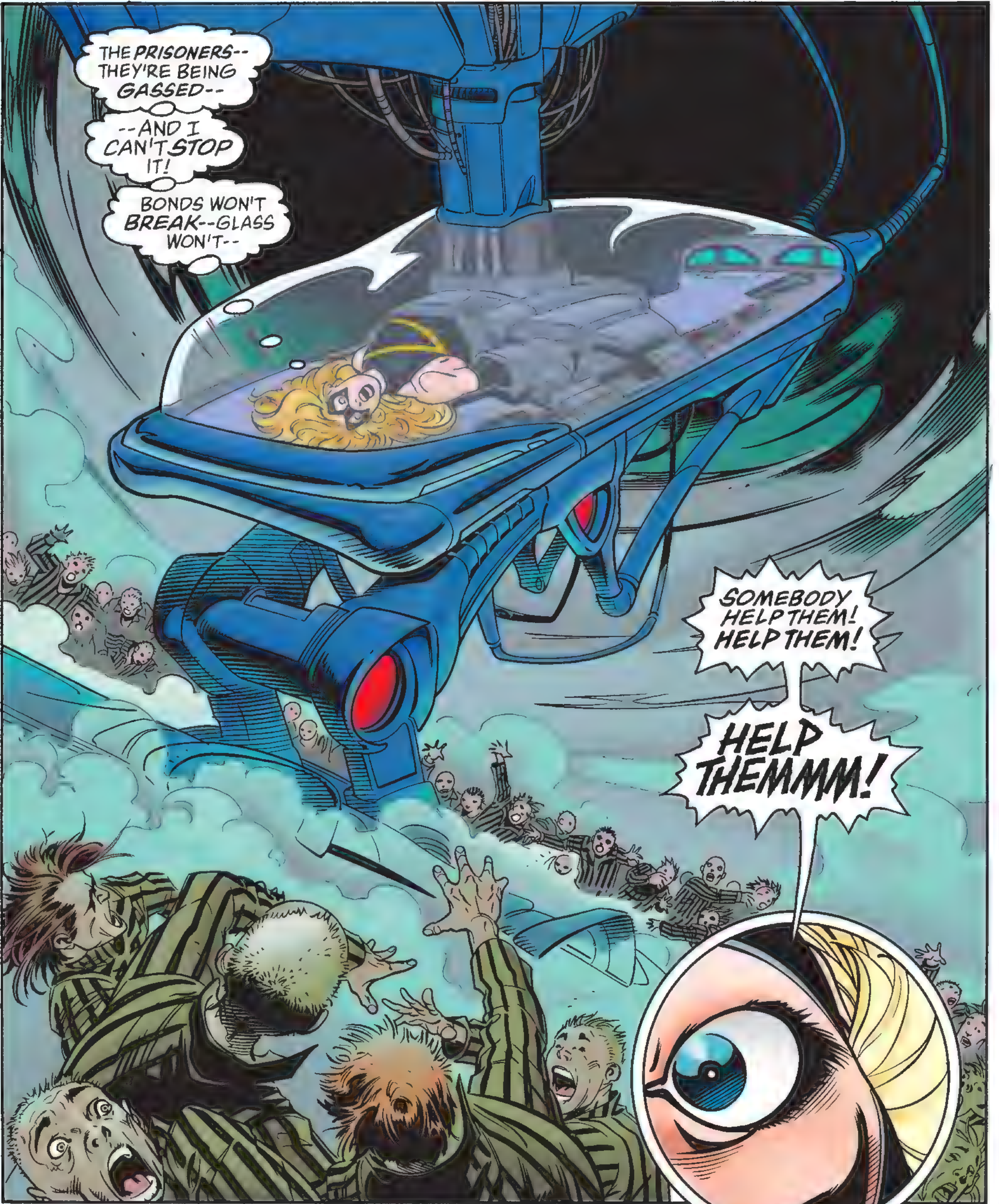


...WHERE AM...
I...?... I HEAR...
SCREAMING...
I...

...WHERE...



OH, GOD.



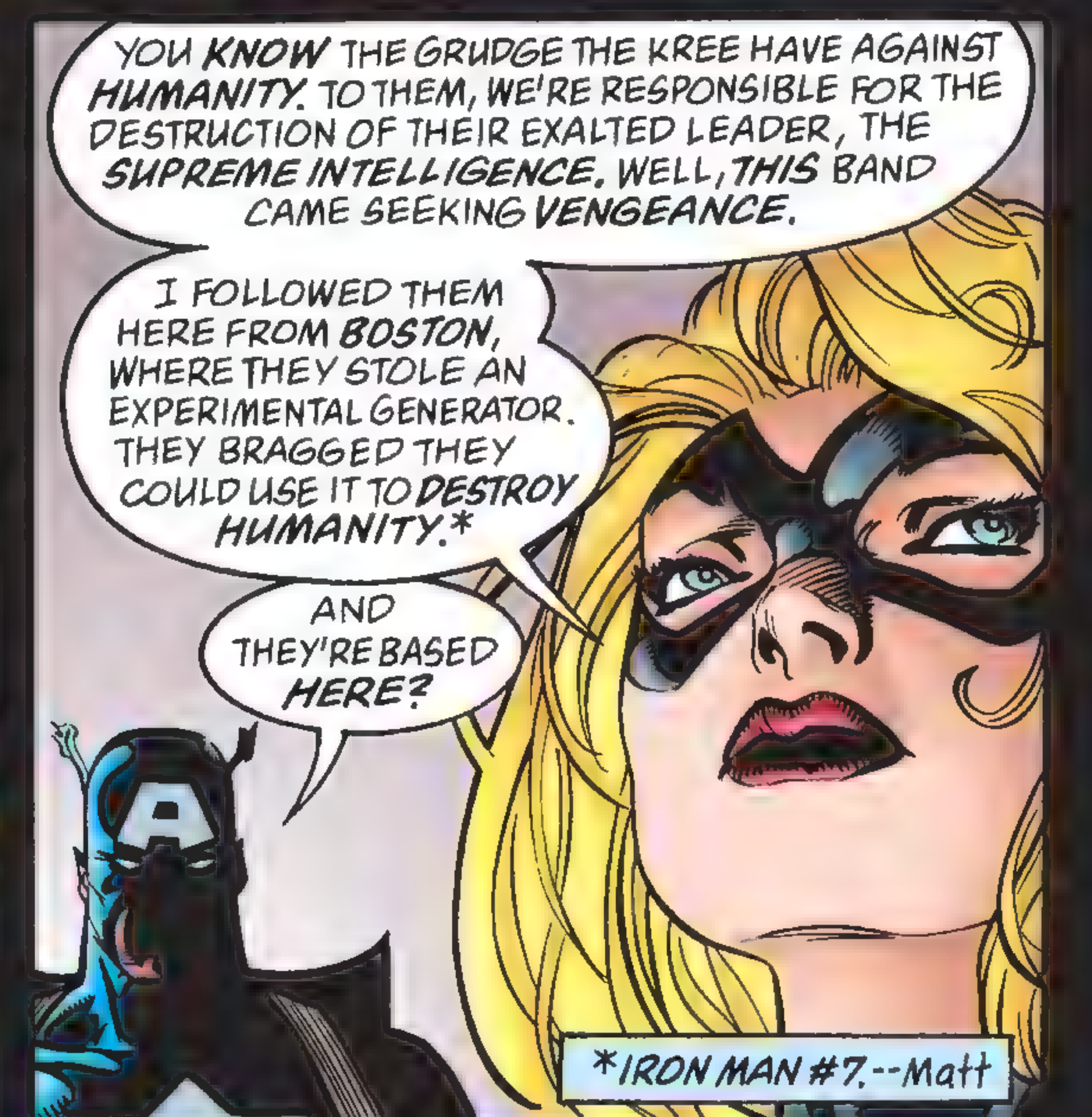
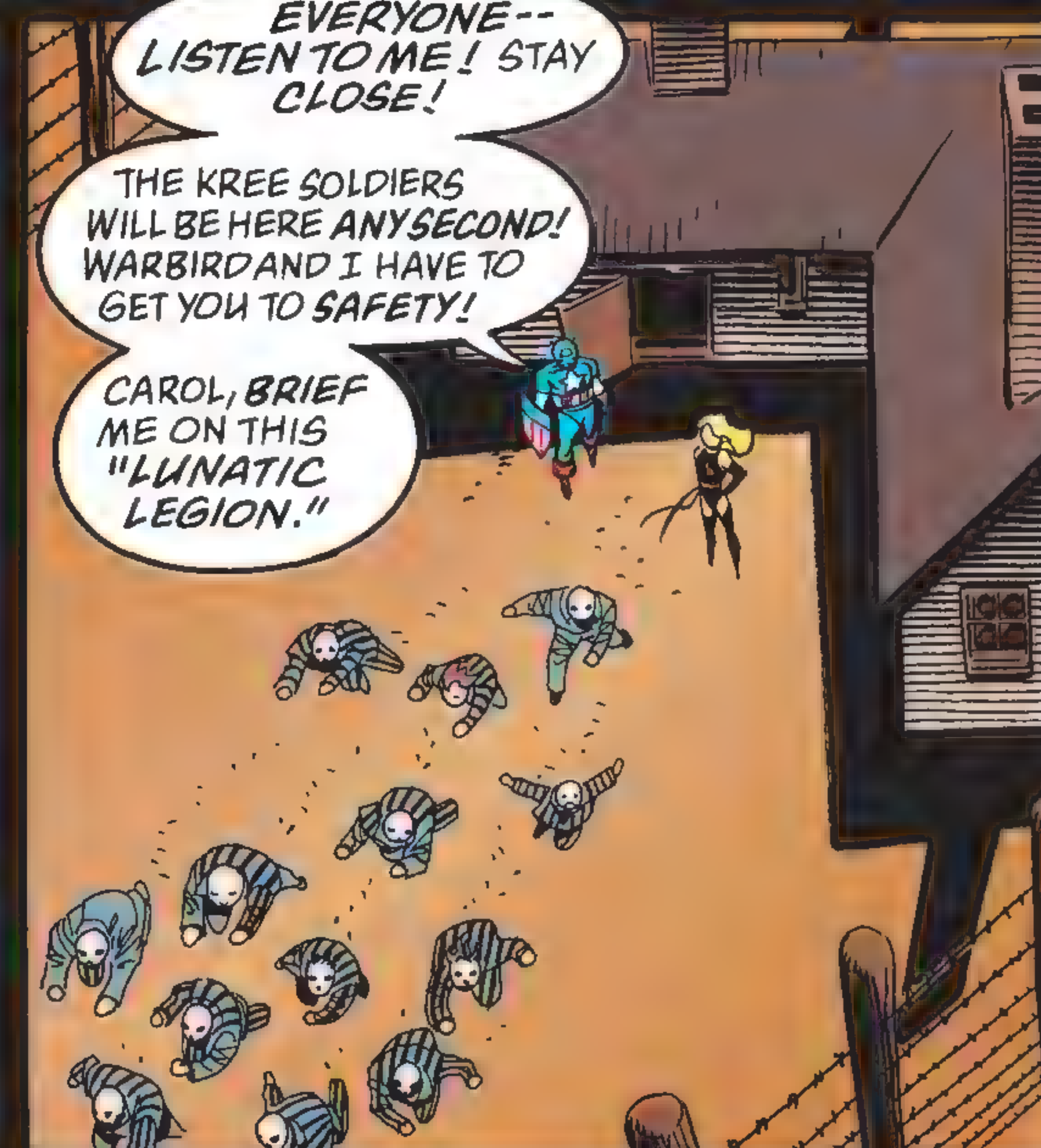
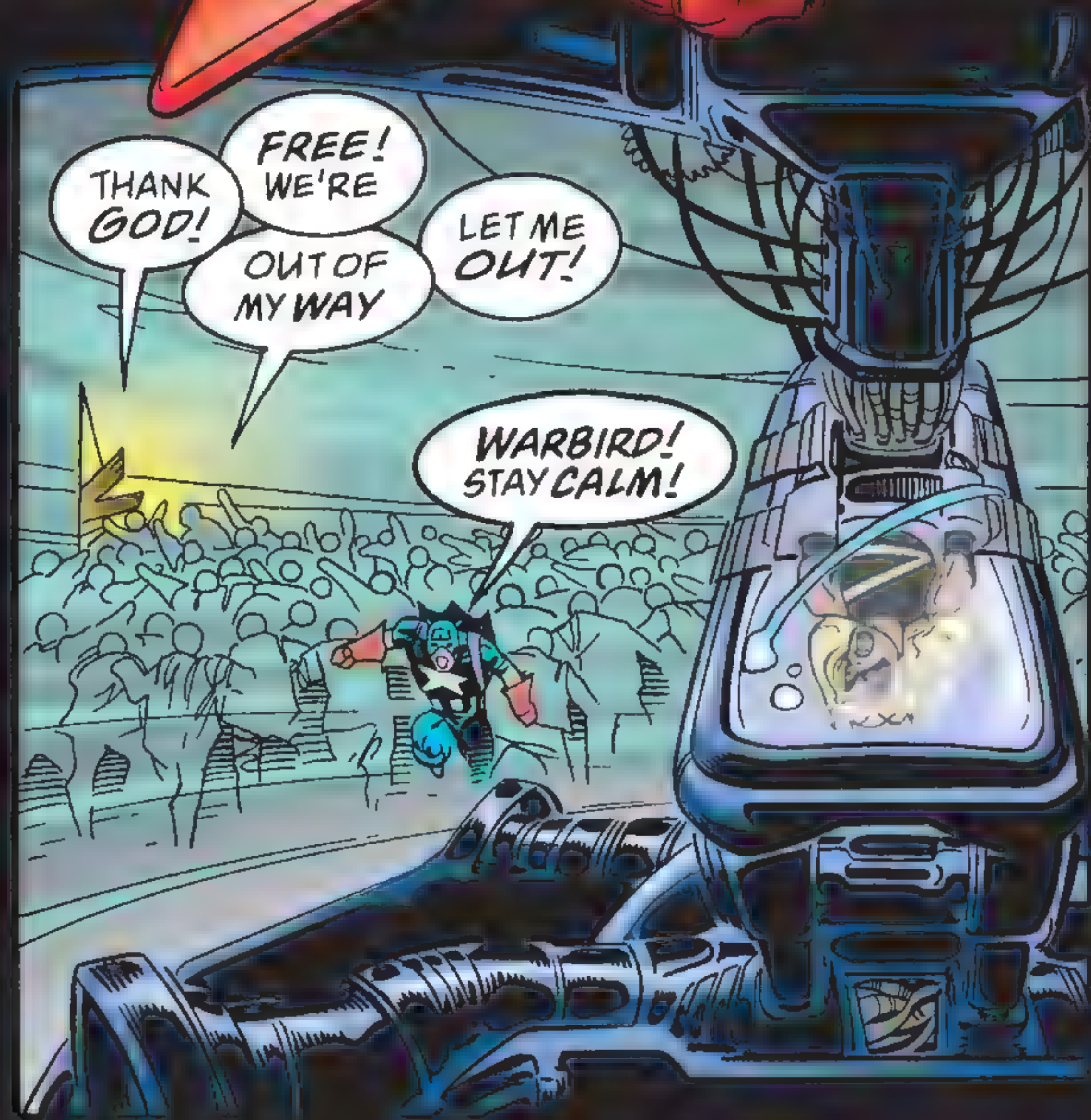
THE PRISONERS--
THEY'RE BEING
GASSED--

--AND I
CAN'T STOP
IT!

BONDS WON'T
BREAK--GLASS
WON'T--

SOMEBODY
HELP THEM!
HELP THEM!

HELP
THEMM!



I WISH, NO, THEIR BASE IS ON THE MOON. THAT'S WHY THEY'RE HIDING IN A MISSILE SILO.

THEY'RE PRIMING THEIR ROCKET FOR A RETURN JOURNEY! IT'S UP TO US TO STOP THEM!

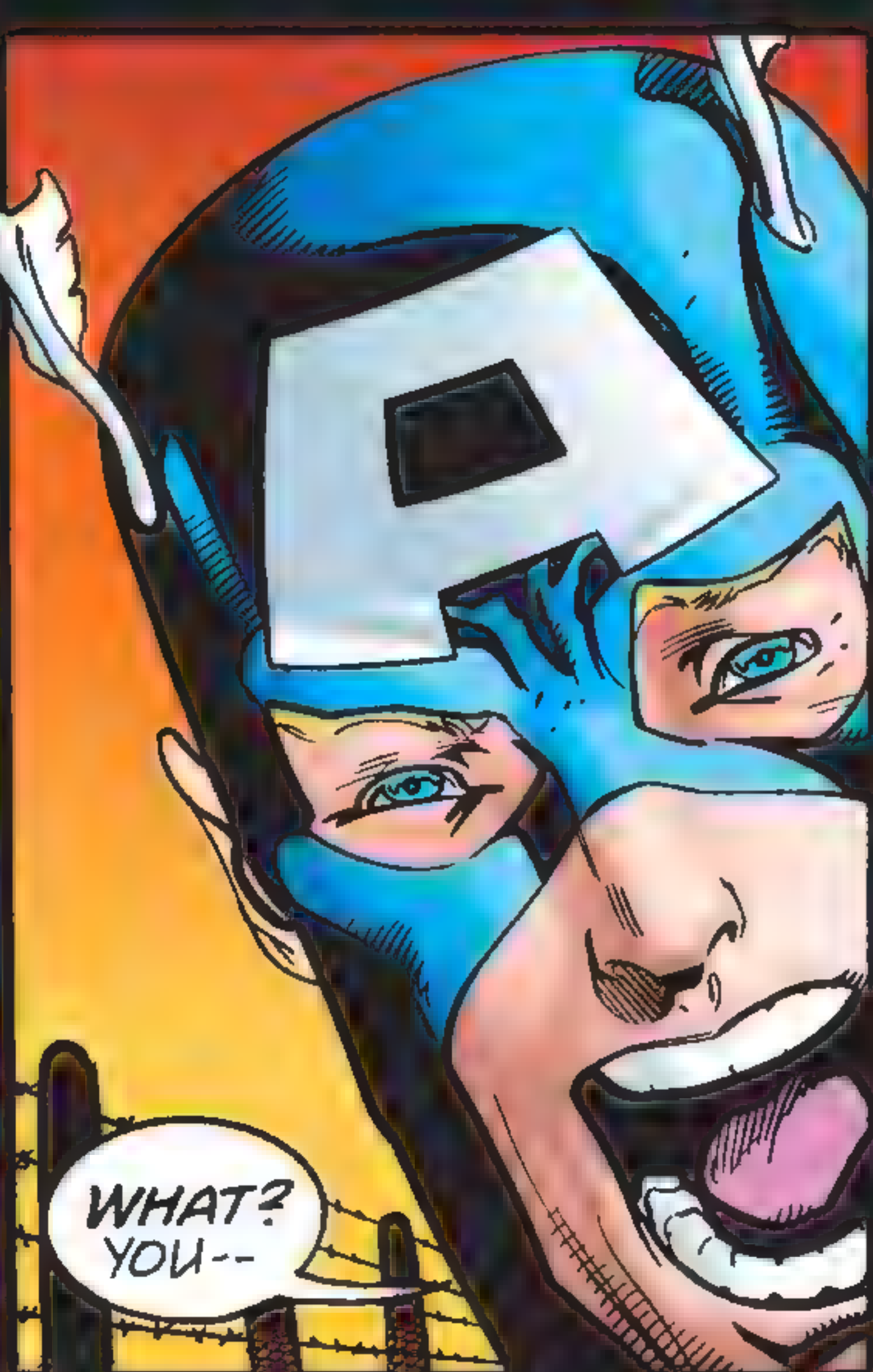
US AND THE OTHER AVENGERS. WHERE ARE THEY?

I THOUGHT WE'D BE BETTER OFF STRIKING FAST AND HARD WITH A SMALL TEAM.

I... DIDN'T CALL THEM.



WHAT? YOU--

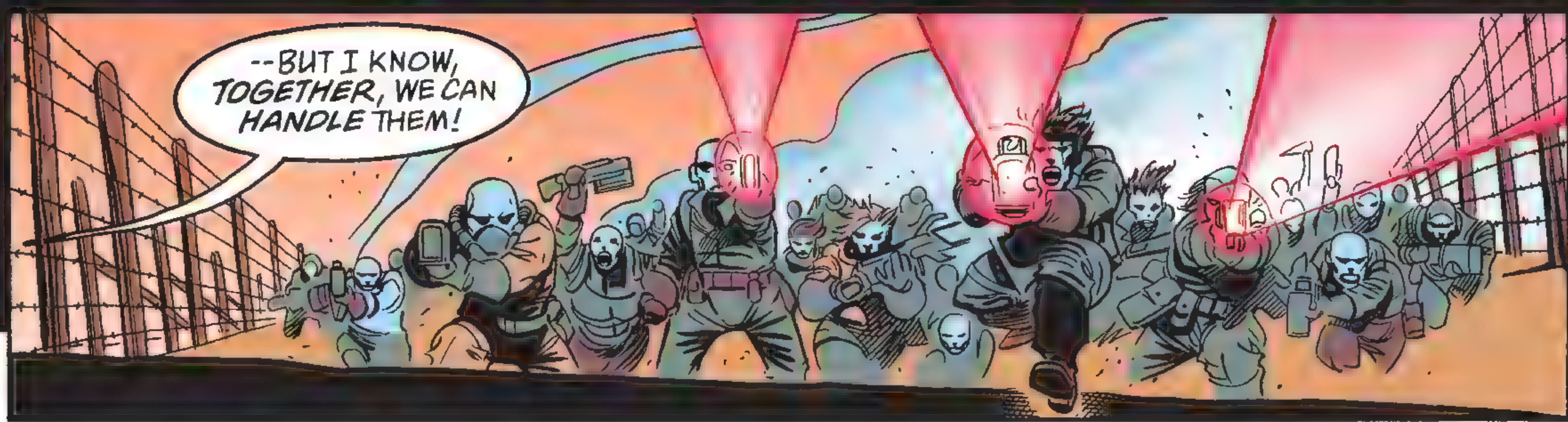


NEVER MIND! AVENGERS, THIS IS--

TOO LATE. BY NOW, THE KREE HAVE JAMMED ALL OUT-GOING SIGNALS. WE'RE ON OUR OWN--



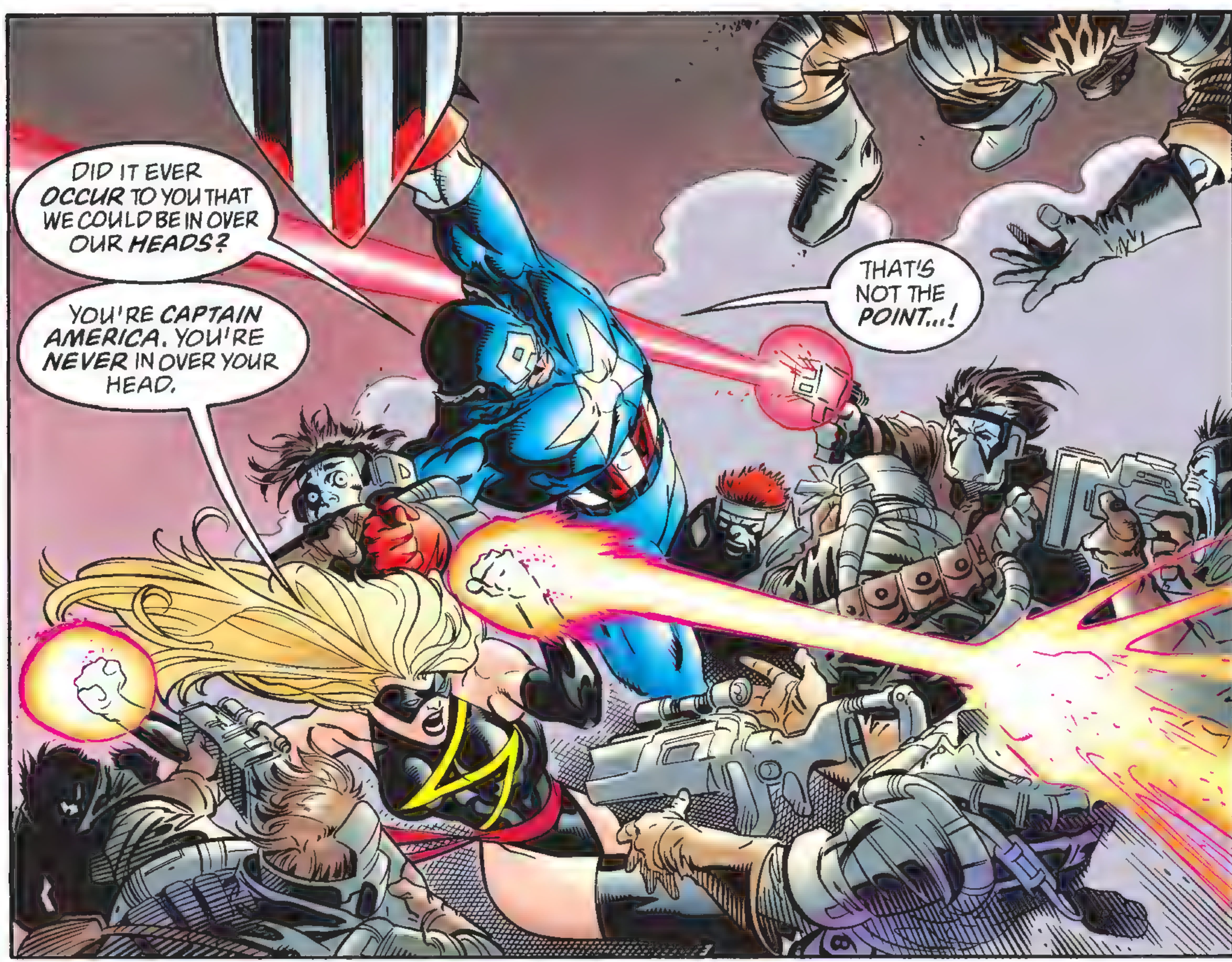
--BUT I KNOW, TOGETHER, WE CAN HANDLE THEM!

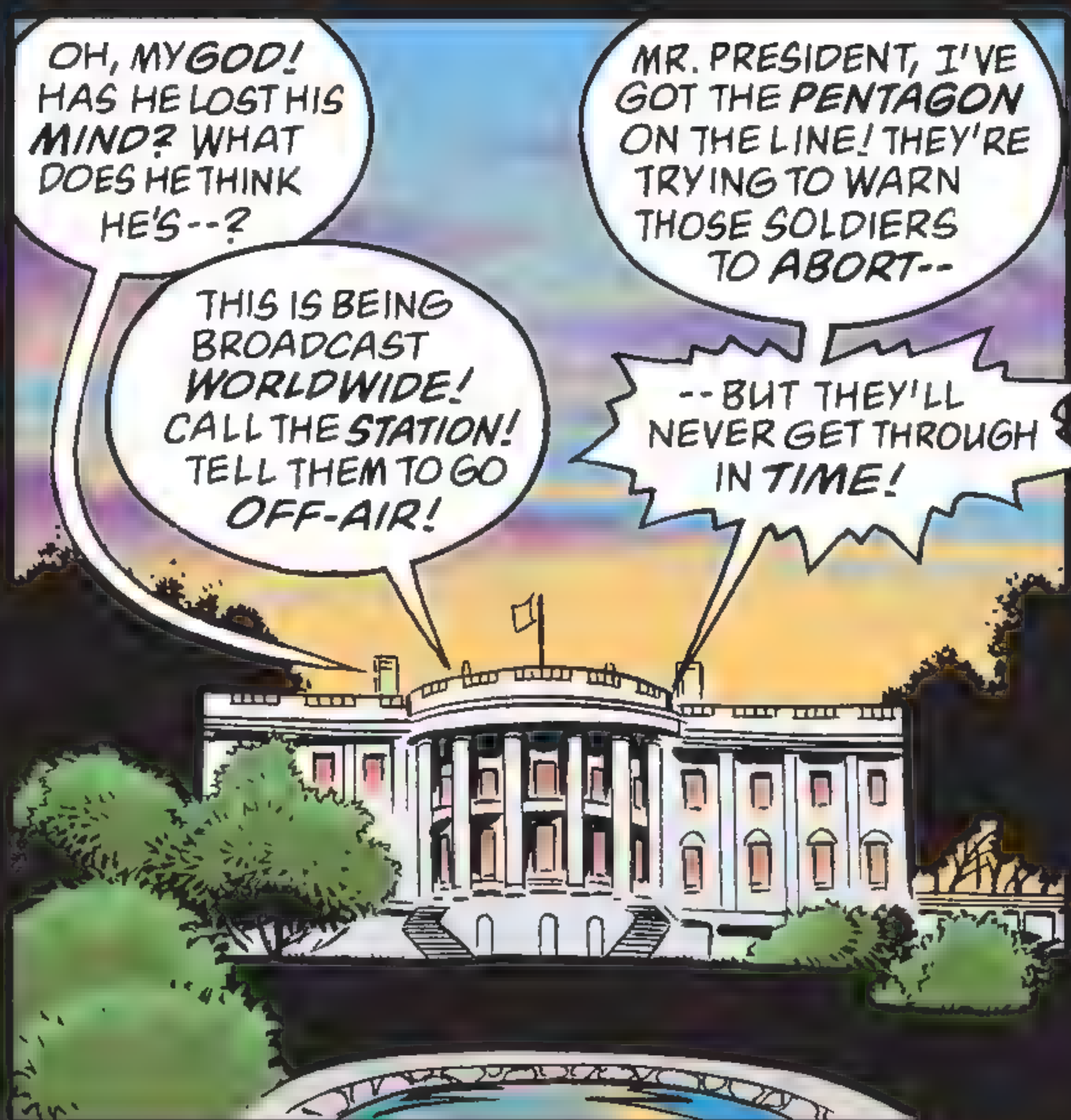
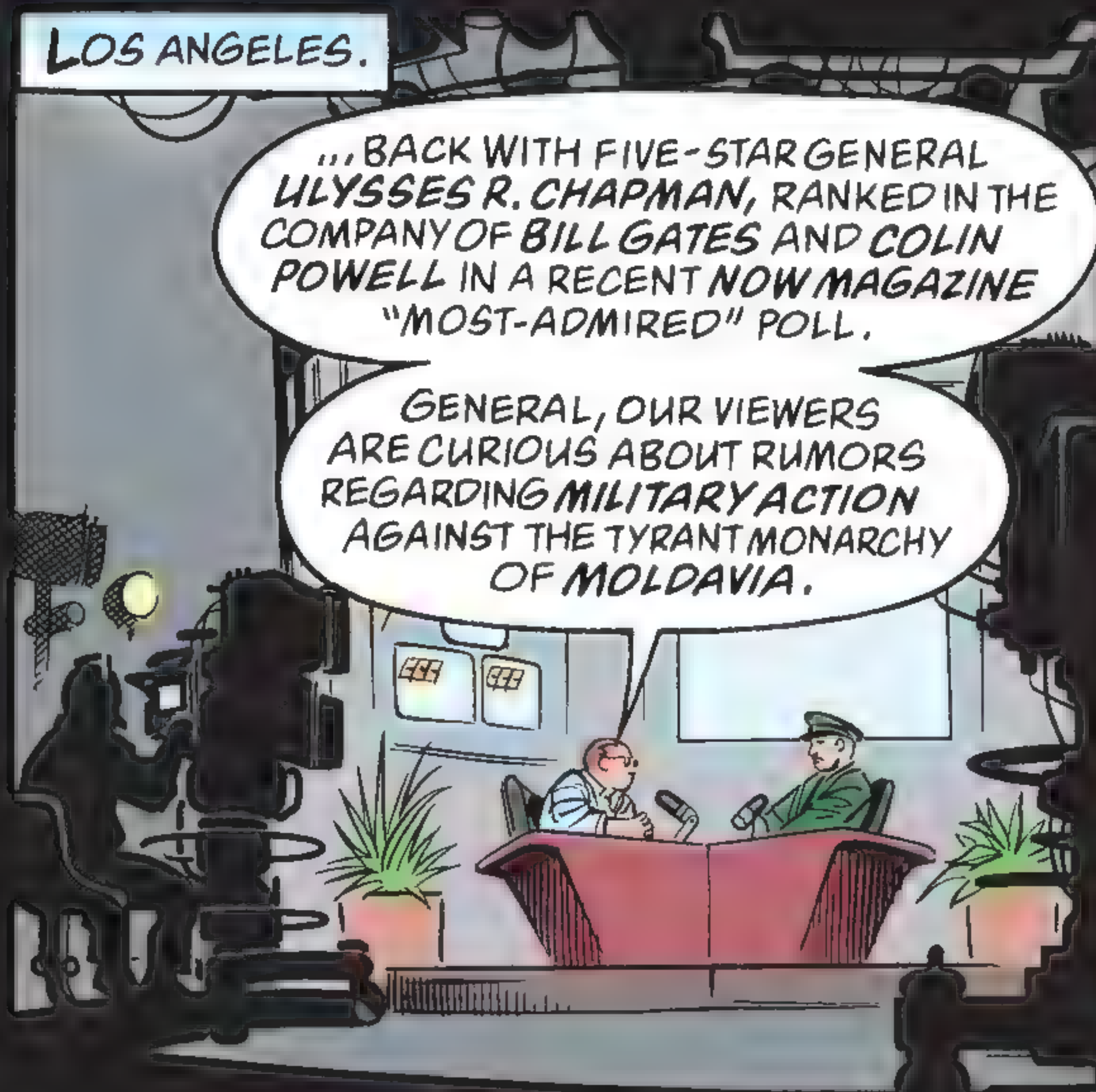


DID IT EVER OCCUR TO YOU THAT WE COULD BE IN OVER OUR HEADS?

YOU'RE CAPTAIN AMERICA. YOU'RE NEVER IN OVER YOUR HEAD.

THAT'S NOT THE POINT...!





FLORIDA.

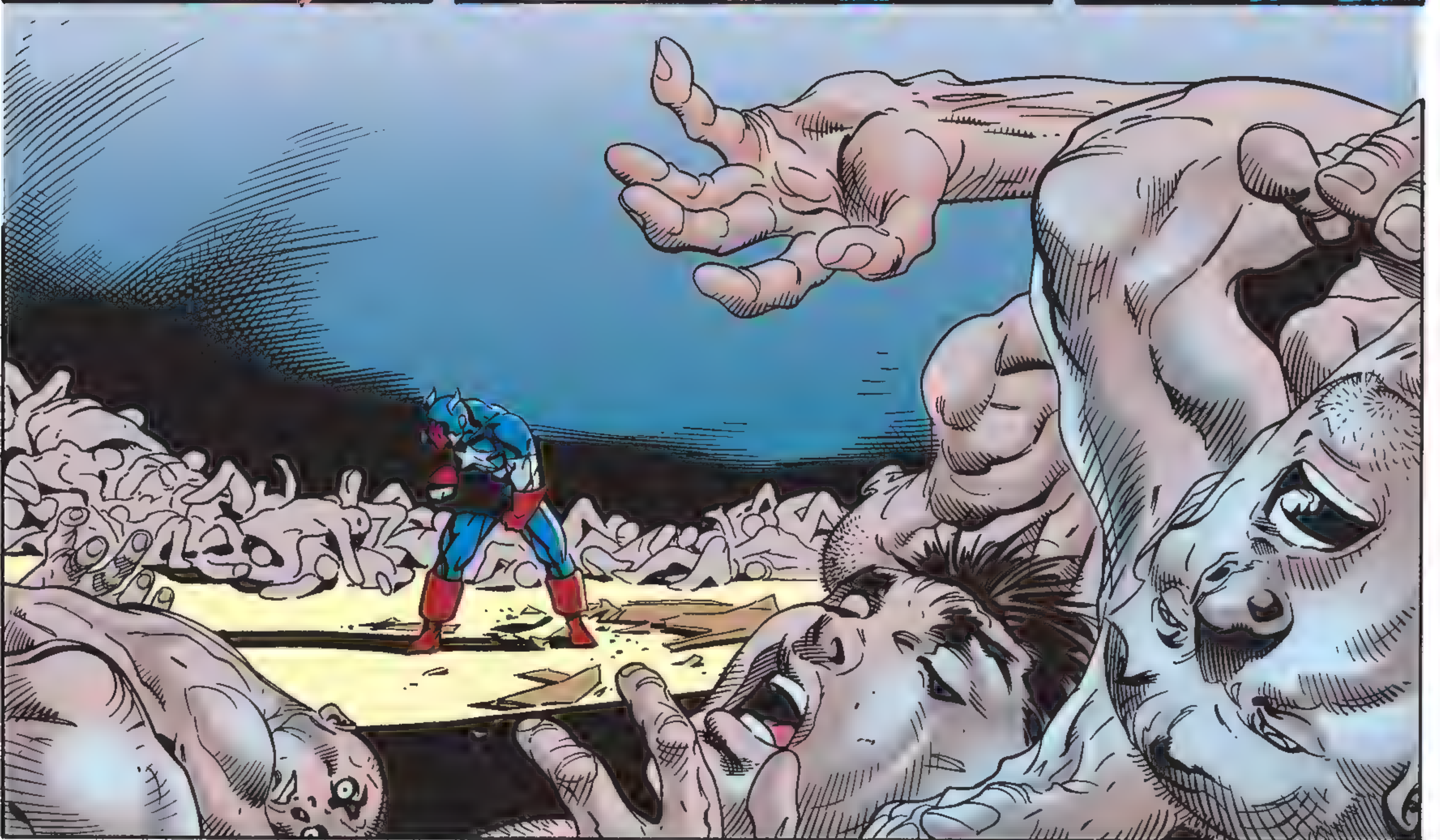
"ATTENTION, ABOVEGROUND
PATROL! THIS IS COMMANDER
CIRY! ALL KREE TO THE
MAIN CHAMBER!"

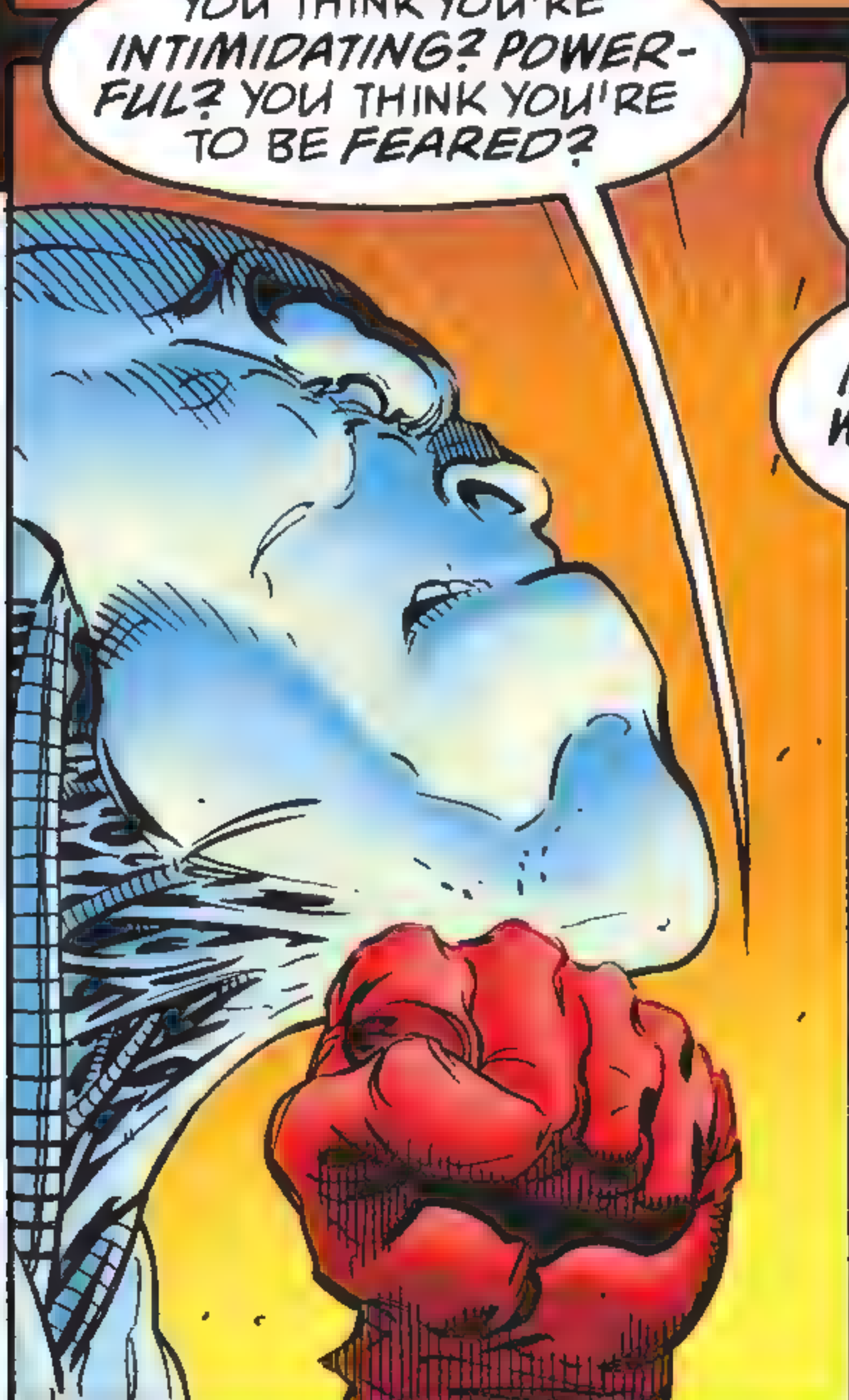
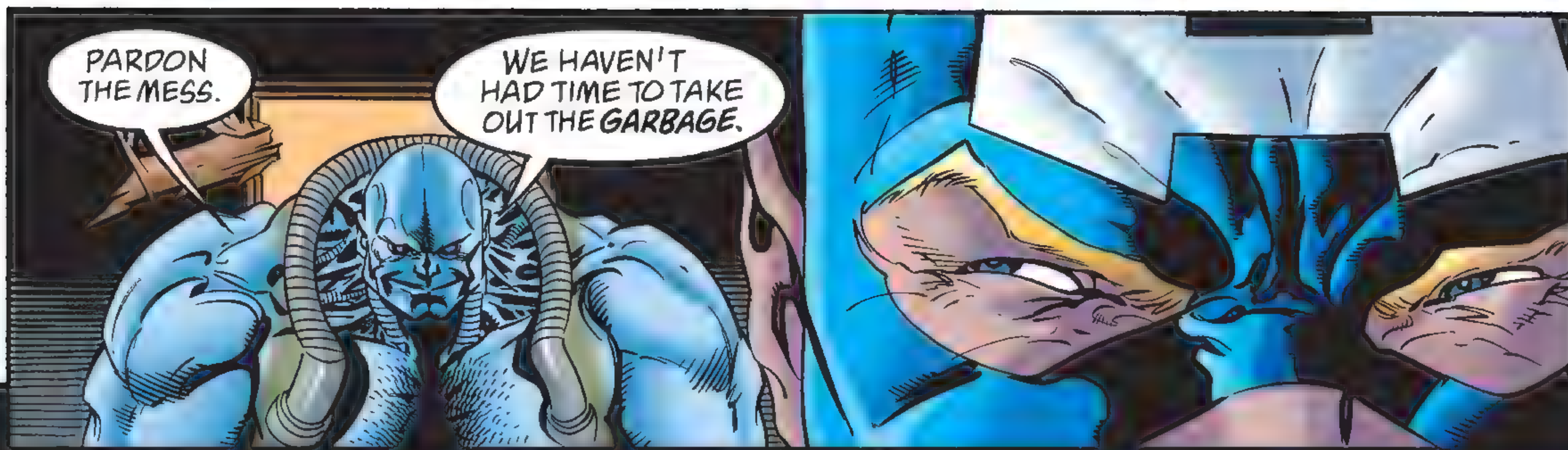
"THE LEGION IS UNDER COMBAT
STRIKE BY TWO EARTHLINGS
ATTEMPTING TO LIBERATE OUR
TEST SUBJECTS! THEY CANNOT
BE ALLOWED TO LEAVE THIS
INSTALLATION ALIVE!"

"TARGET ALL WEAPONS
TOWARDS THE POWERED
FEMALE! THE GAUDILY-
CLAD MALE--"

"--WILL BE DEALT
WITH BY BRONCHAR!"









CAP, HURRY! THE KREE--THEY'RE BOARDING THEIR ROCKET!

IF WE DON'T STOP THEM--

--THE LAUNCHFLAME WILL FILL THE SILO!



READY FOR LIFT-OFF. WE'LL HAVE TO RISK LETTING THE ONE NAMED CAPTAIN AMERICA ESCAPE.

LITTLE GAMBLE, CRY. THE GENERATOR IS NOW OPERATIONAL. BY THE TIME HE ALERTS THE AVENGERS--

--THEY'LL BE TOO LATE TO STOP THE NEXT PHASE OF OUR PLAN! WE HAVE BUT ONE MATTER LEFT TO ADDRESS...



THEN HERE'S WHAT WE DO! INNOCENTS COME FIRST--ALWAYS! GETTING THEM OUT IS OUR ONLY PRIORITY!

BUT THE KREE--

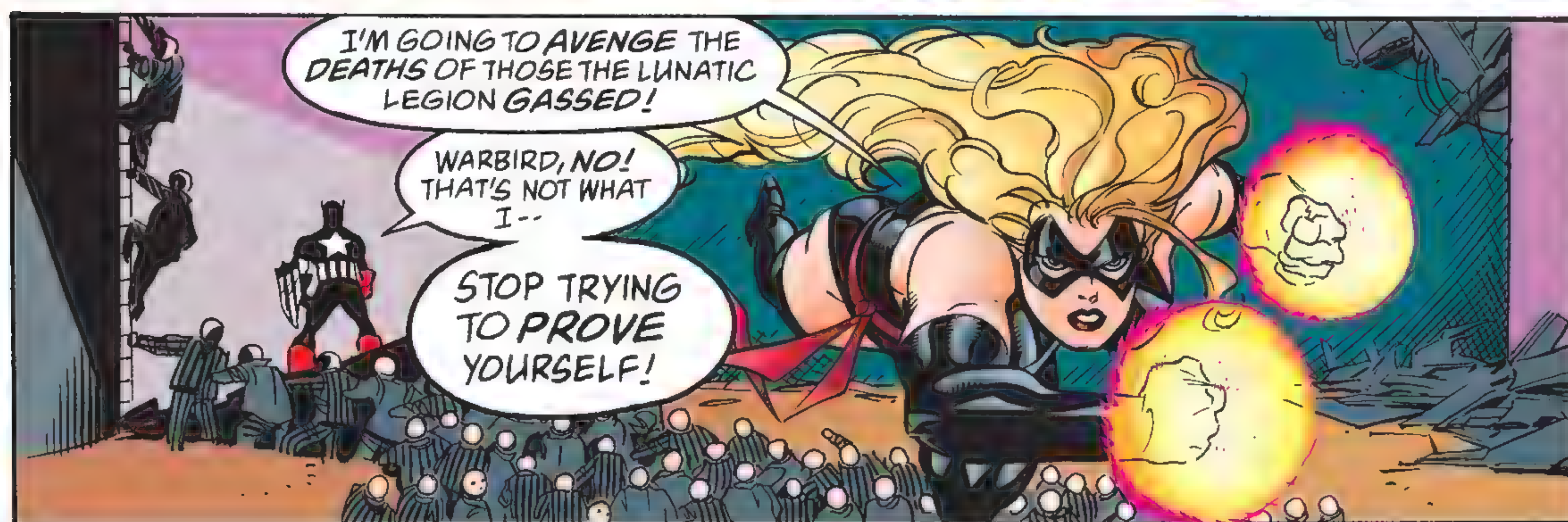
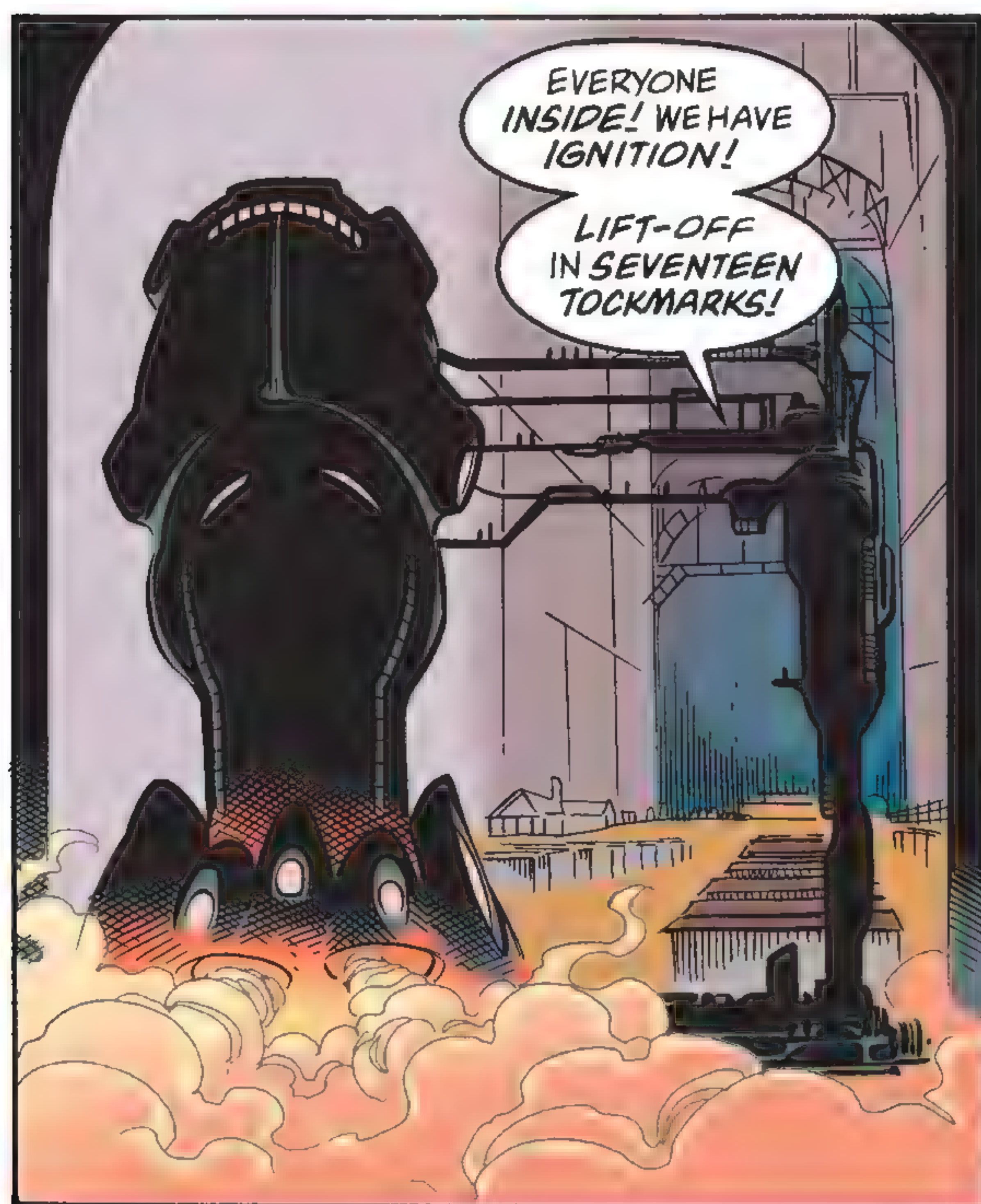
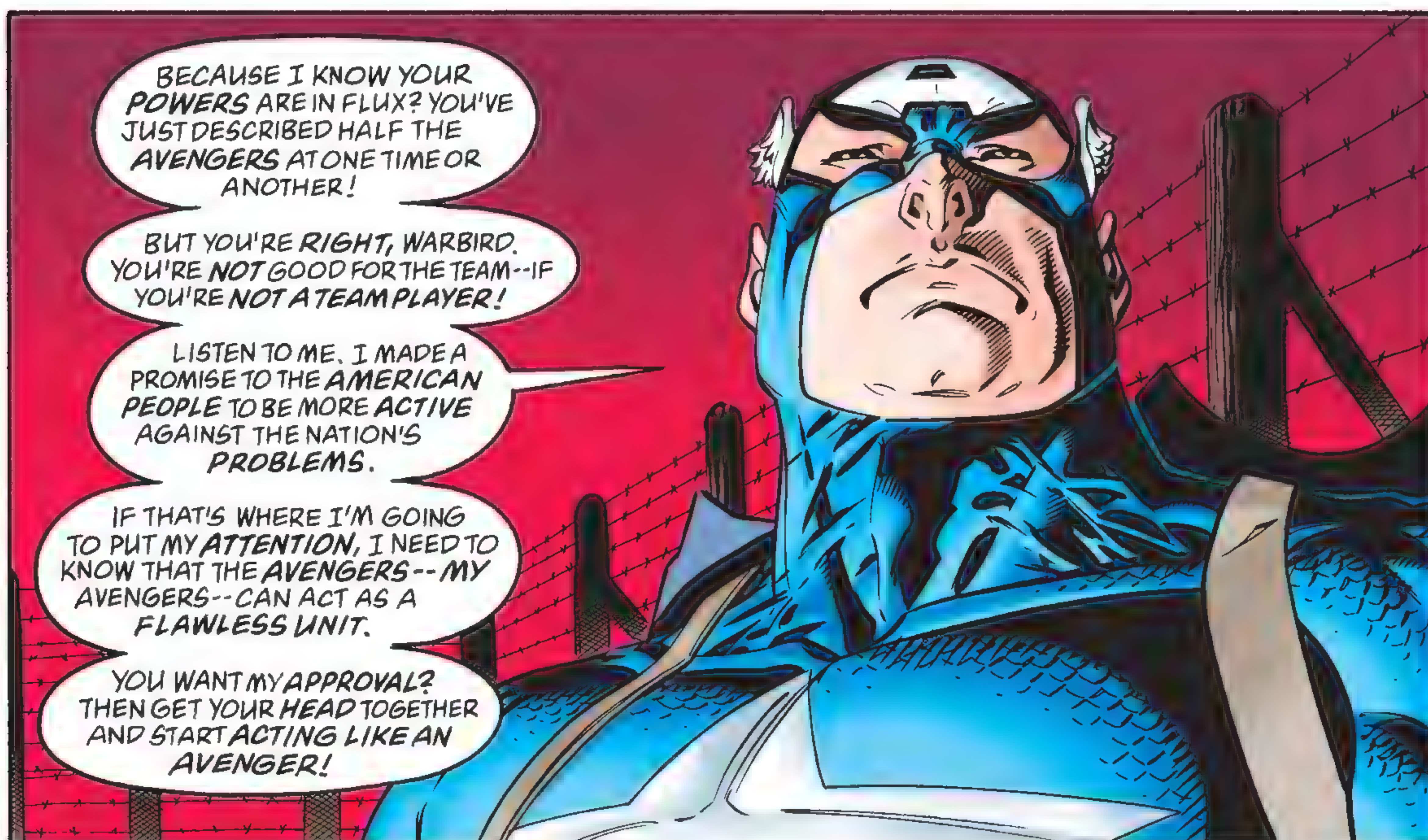
--GET AWAY-- BECAUSE WE HAVEN'T ENOUGH AVENGERS HERE TO STOP THEM AND SAVE THESE PEOPLE!

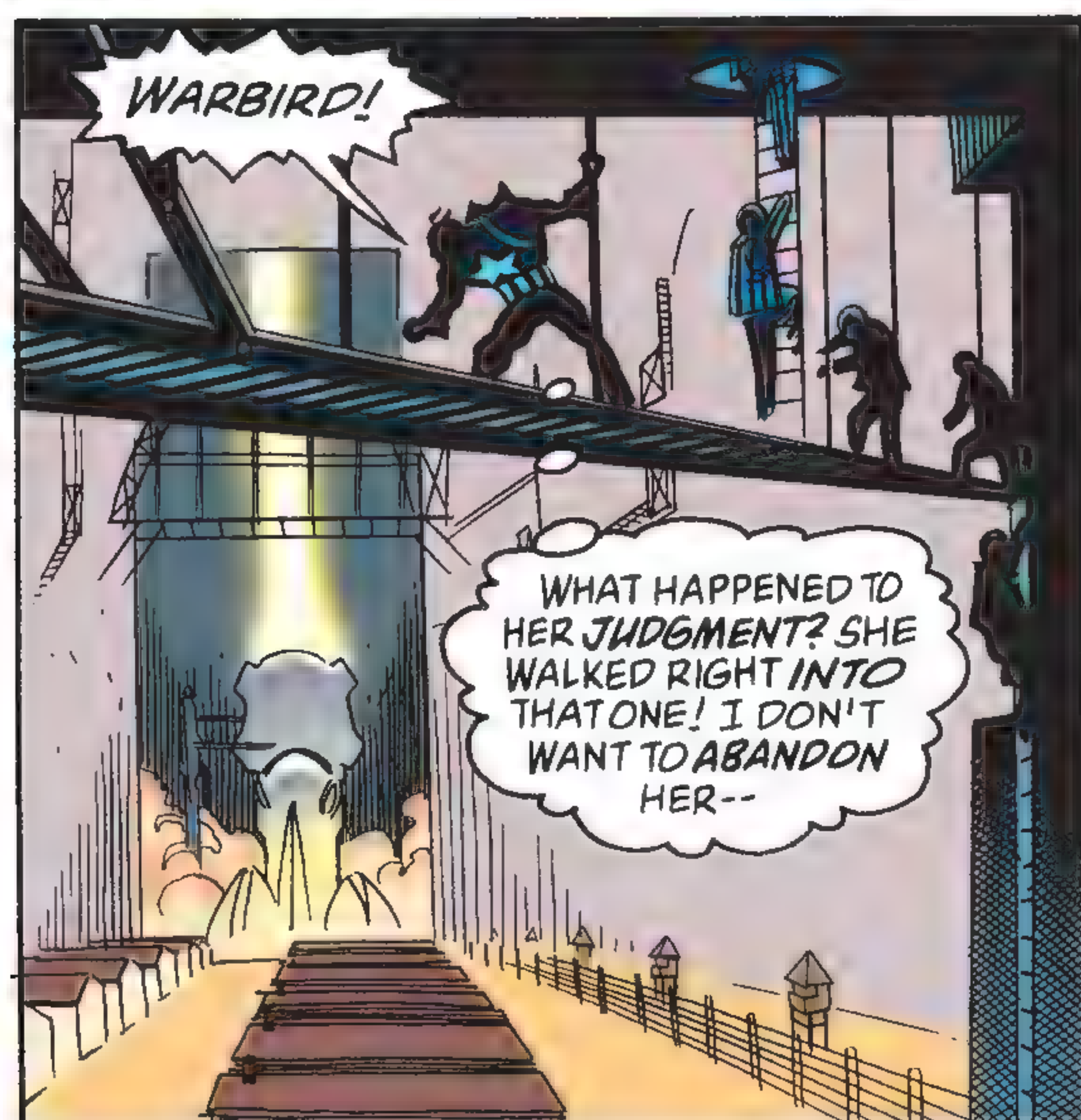
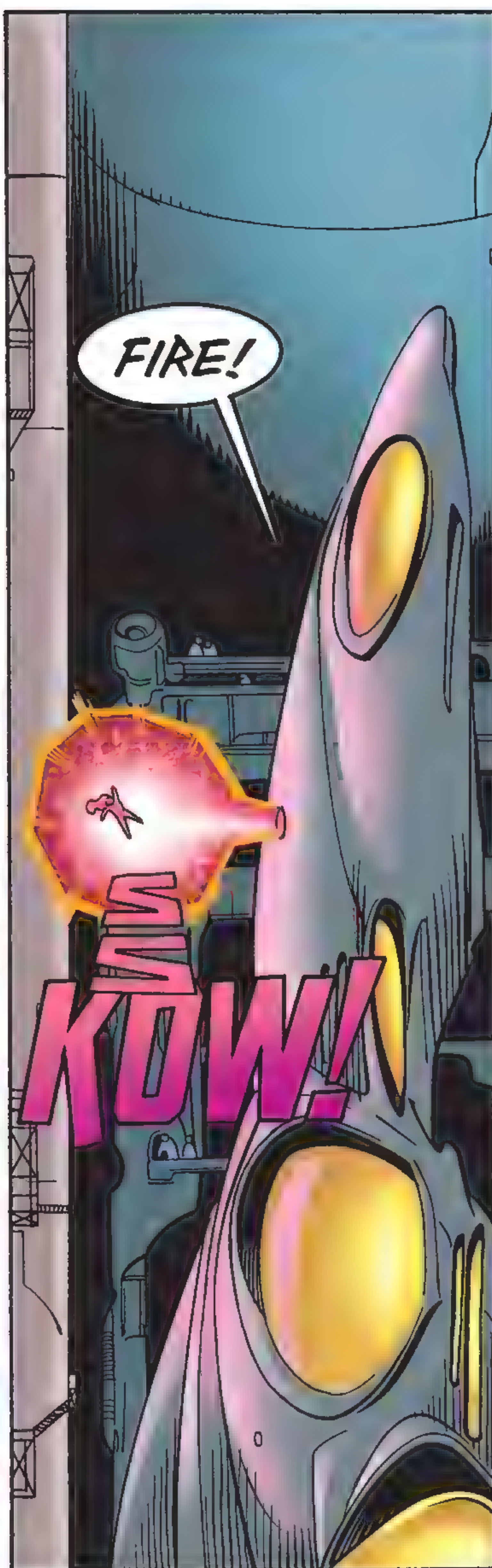
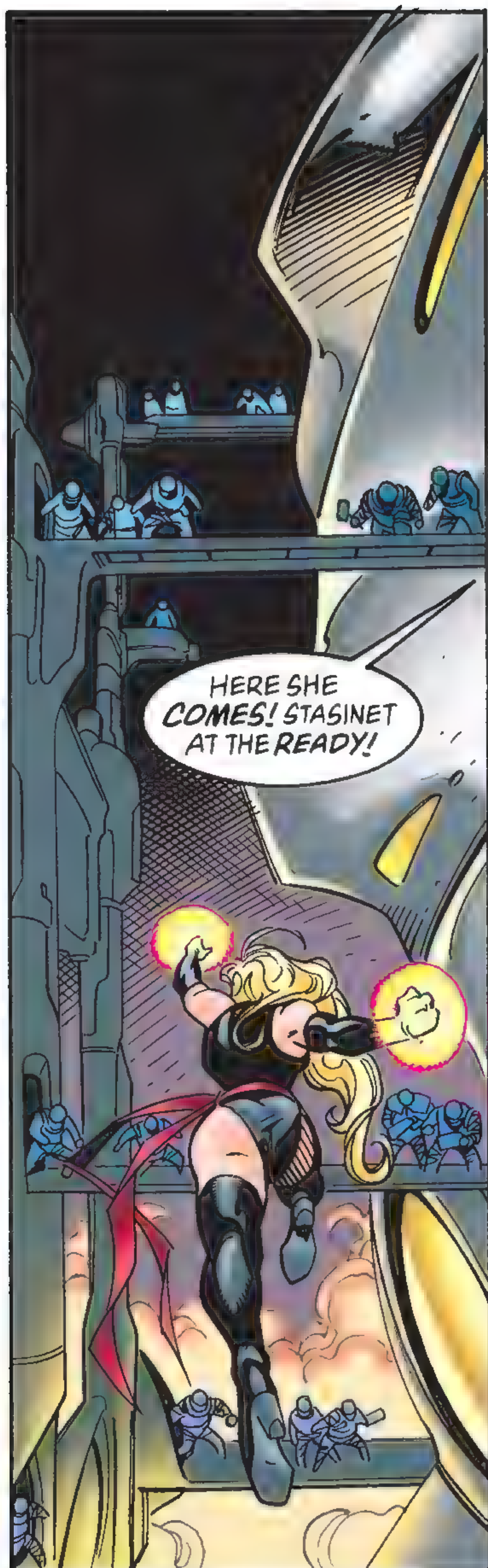
YOU ACT LIKE THIS IS MY FAULT!

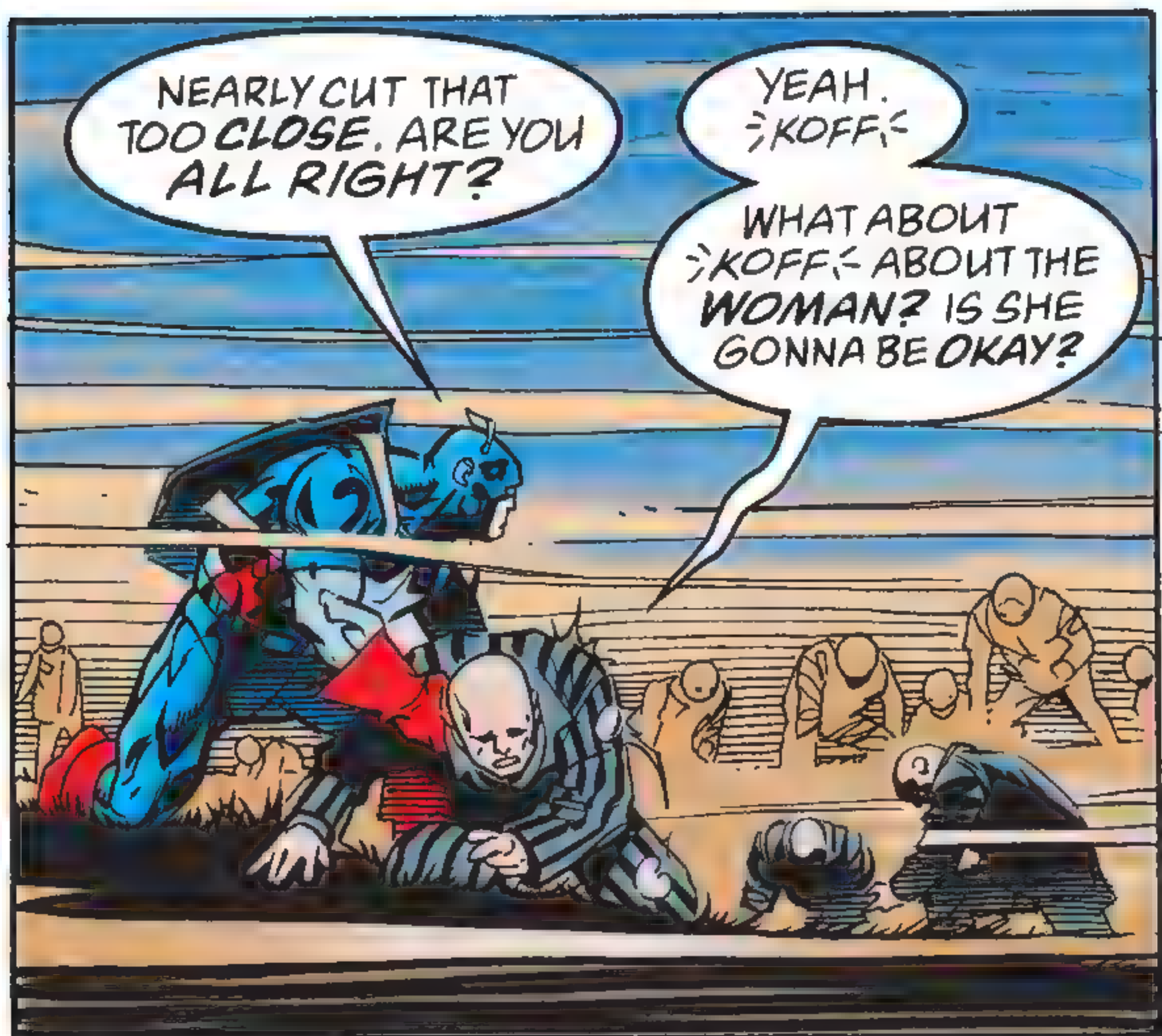


ISN'T IT? DON'T HAND ME ANY "SMALL TEAM" NONSENSE! YOU DIDN'T CALL THE AVENGERS IN BECAUSE YOU WANTED TO IMPRESS ME! YOU WANTED MY APPROVAL-- BUT IT'S NOT COMING!

I KNEW IT! I KNEW YOU HAD IT OUT FOR ME! YOU THINK I'M NOT GOOD FOR THE TEAM!







CAP DOESN'T LEAVE SOLDIERS BEHIND. HER STORY CONTINUES IN **QUICKSILVER #10!** AND THEN CHECK OUT **AVENGERS #7** TO SEE CAP LEAD THE AVENGERS IN A RESCUE MISSION TO DETERMINE THE FATE OF PLANET EARTH!

NEXT ISSUE: THE RETURN OF SHARON CARTER! STEVE ROGERS' NEW LIFE! MORE ON THE MYSTERY OF GENERAL CHAPMAN! THE RHINO! NEW FRIENDS, NEW ENEMIES, AND THE START OF A NEW DIRECTION IN ...

AMERICAN NIGHTMARE!



LIVE FREE OR DIE! ^{DE}34

QUICKSILVER

**AUG
#10**

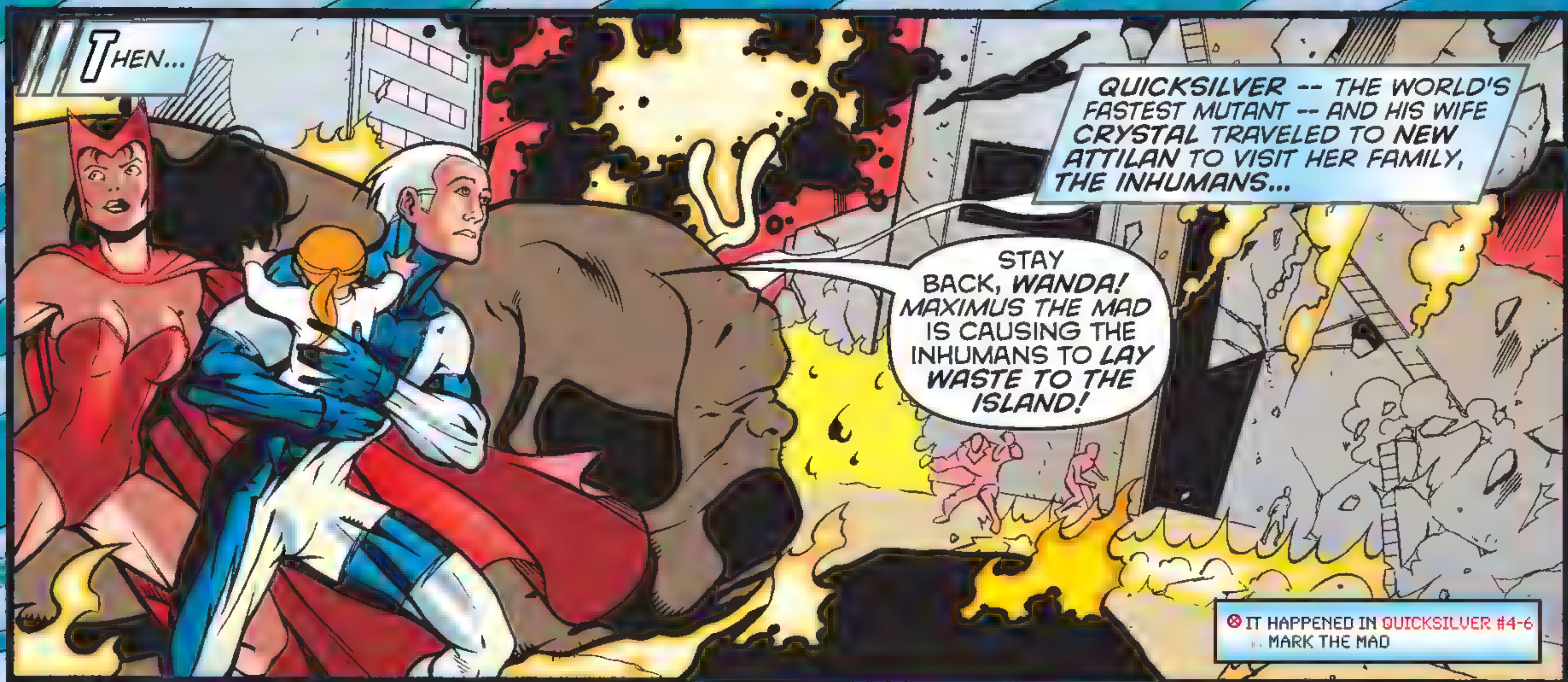
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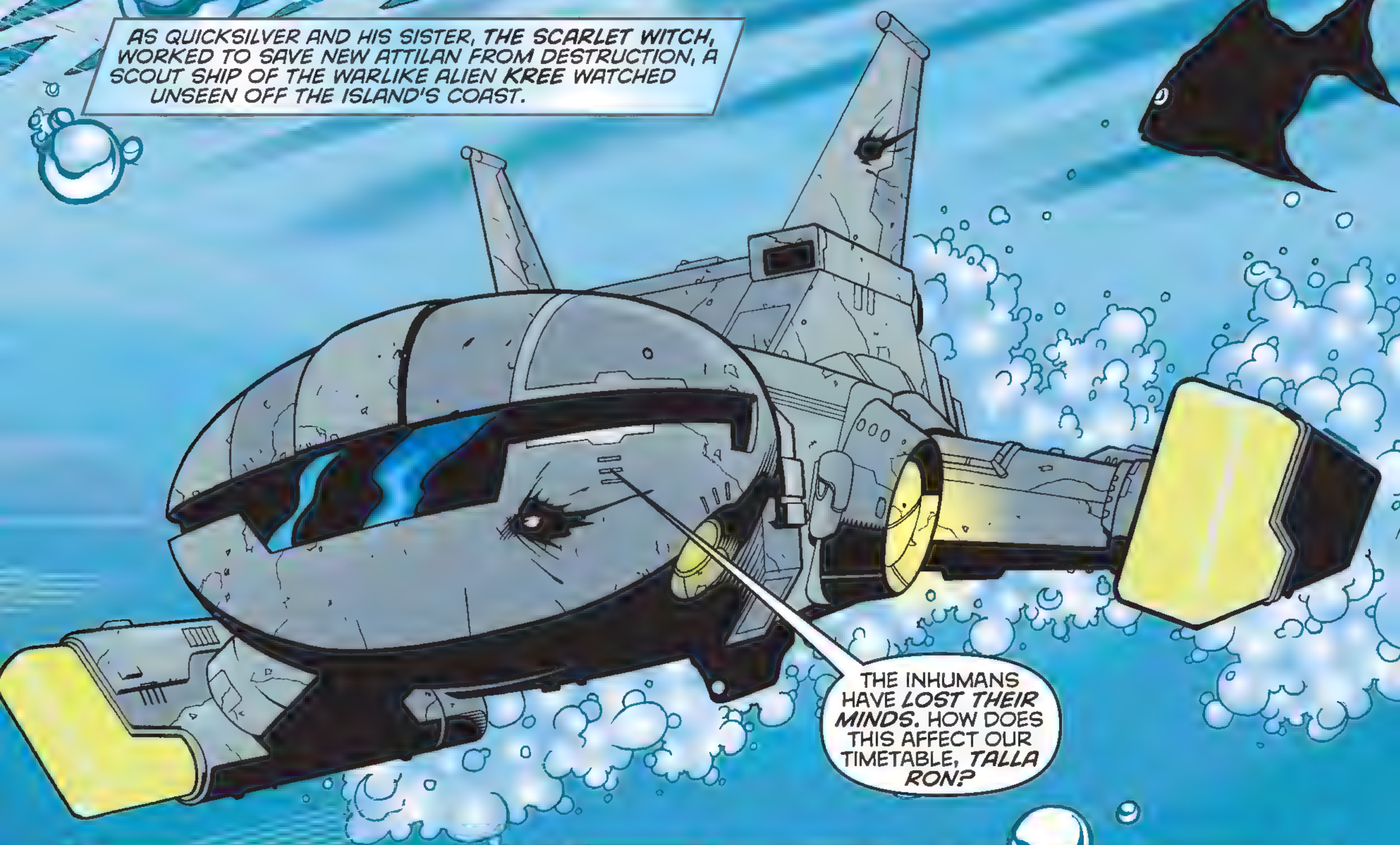
**OSTRANDER
EDKIN
AUCOIN
FABER**



**AUCOIN
FABER**
monabb



AS QUICKSILVER AND HIS SISTER, THE SCARLET WITCH, WORKED TO SAVE NEW ATTILAN FROM DESTRUCTION, A SCOUT SHIP OF THE WARLIKE ALIEN KREE WATCHED UNSEEN OFF THE ISLAND'S COAST.



IT WORKS TO OUR ADVANTAGE, DYLON CIR. WHILE THEY FIGHT AMONGST THEMSELVES, WE SHALL SECURE OUR OBJECTIVE UNOBSERVED. PREPARE TO DISEMBARK...



THE SHIP'S SHUTTLE CRAFT LANDED ON THE BEACH OF NEW ATILAN...

WE ARE NOT TO ENGAGE THE ENEMY UNLESS WE ARE SEEN. OUR GOAL IS SIMPLY TO RECOVER A CONTAINER OF THE *MUTAGENIC TERRIGEN MISTS*.

"HOWEVER, IF WE ARE SPOTTED BY ANYONE, YOU ARE AUTHORIZED TO USE DEADLY FORCE!"

STRANGERS! MAXIMUS ORDERED ALL STRANGERS TO BE KILLED!

KBLAM

I'VE GOT THE MISTS!

MY BROTHER **BLACK BOLT** HAS SOMETHING TO SAY TO YOU ALL!

THE KREE SOLDIERS ESCAPED AS MAXIMUS COMPELLED HIS BROTHER TO SPEAK, RELEASING A DESTRUCTIVE SONIC BLAST!

DIE.

WE GOT OUT OF THERE JUST IN TIME. SET COURSE FOR CAPE CANAVERAL, FLORIDA...

STAN LEE
QUICKSILVER
PRESENTS:

SINCE THEN... QUICKSILVER HAS HELPED QUELL THE PROBLEMS WITH HIS IN-LAWS, CRYSTAL AND HE HAVE SEPARATED AGAIN, AND HE AND THE KNIGHTS OF WUNDAGORE WENT TO FIND THE HIGH EVOLUTIONARY.

NOW... AFTER LEAVING THE HIGH EVOLUTIONARY AND THE KNIGHTS OF WUNDAGORE AT THE HAVEN, QUICKSILVER RETURNS THE AVENGERS QUINJET HE BORROWED FOR THE RESCUE MISSION INTO THE SAVAGE LAND...

**LIVE
KREE
OR
DIE!**

PIETRO!

34

BLUE MOON

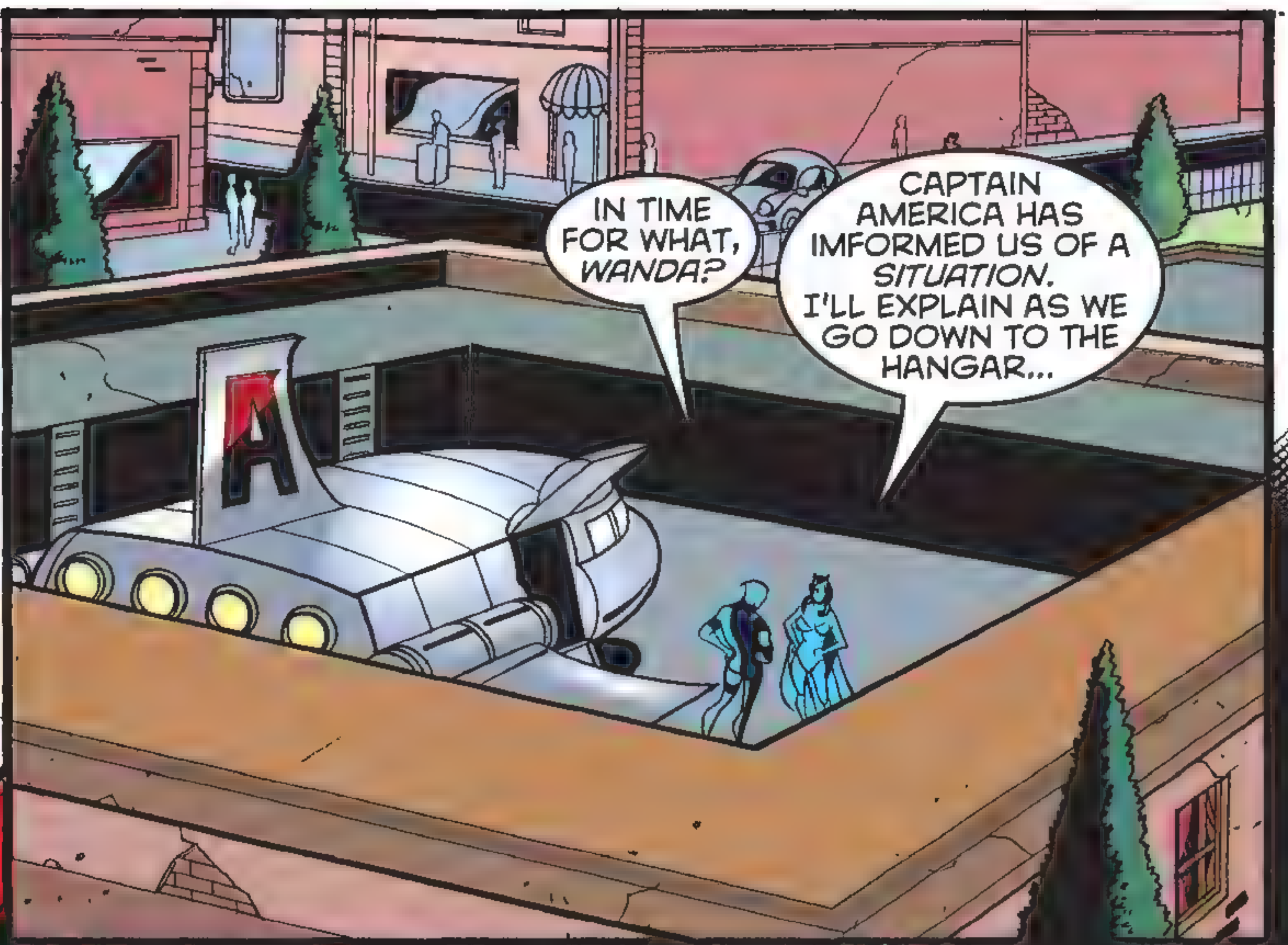
JOHN OSTRANDER & JOE EDKIN STORY DEREK AUCOIN PENCILS RICH FABER INKS JOE ROSAS COLORS
RICHARD STARKINGS & COMICRAFT/AD LETTERS MARK BERNARDO EDITOR BOB HARRAS EDITOR IN CHIEF

SEE QUICKSILVER #8-9 FOR THE
WHOLE STORY MEMORIZIN' MARK.



WANDA!

YOU HAVE
ARRIVED *JUST*
IN TIME!



IN TIME
FOR WHAT,
WANDA?

CAPTAIN
AMERICA HAS
IMFORMED US OF A
SITUATION.
I'LL EXPLAIN AS WE
GO DOWN TO THE
HANGAR...

THE *KREE* HAVE BEEN ACTIVE ON EARTH AGAIN. THEY ATTACKED THE TECHNOLOGICAL FIRM *POWERSOURCE*. ALTHOUGH *IRON MAN* AND *WARBIRD* TRIED TO STOP THEM, THE *KREE* ESCAPED WITH EXPERIMENTAL ENERGY TECHNOLOGY.Ⓢ

THEN *CAPTAIN AMERICA* AND *WARBIRD* BATTLED THE *KREE* AT *CAPE CANAVERAL*. THE *KREE* WERE CONDUCTING GENETIC EXPERIMENTS ON HUMANS.Ⓢ



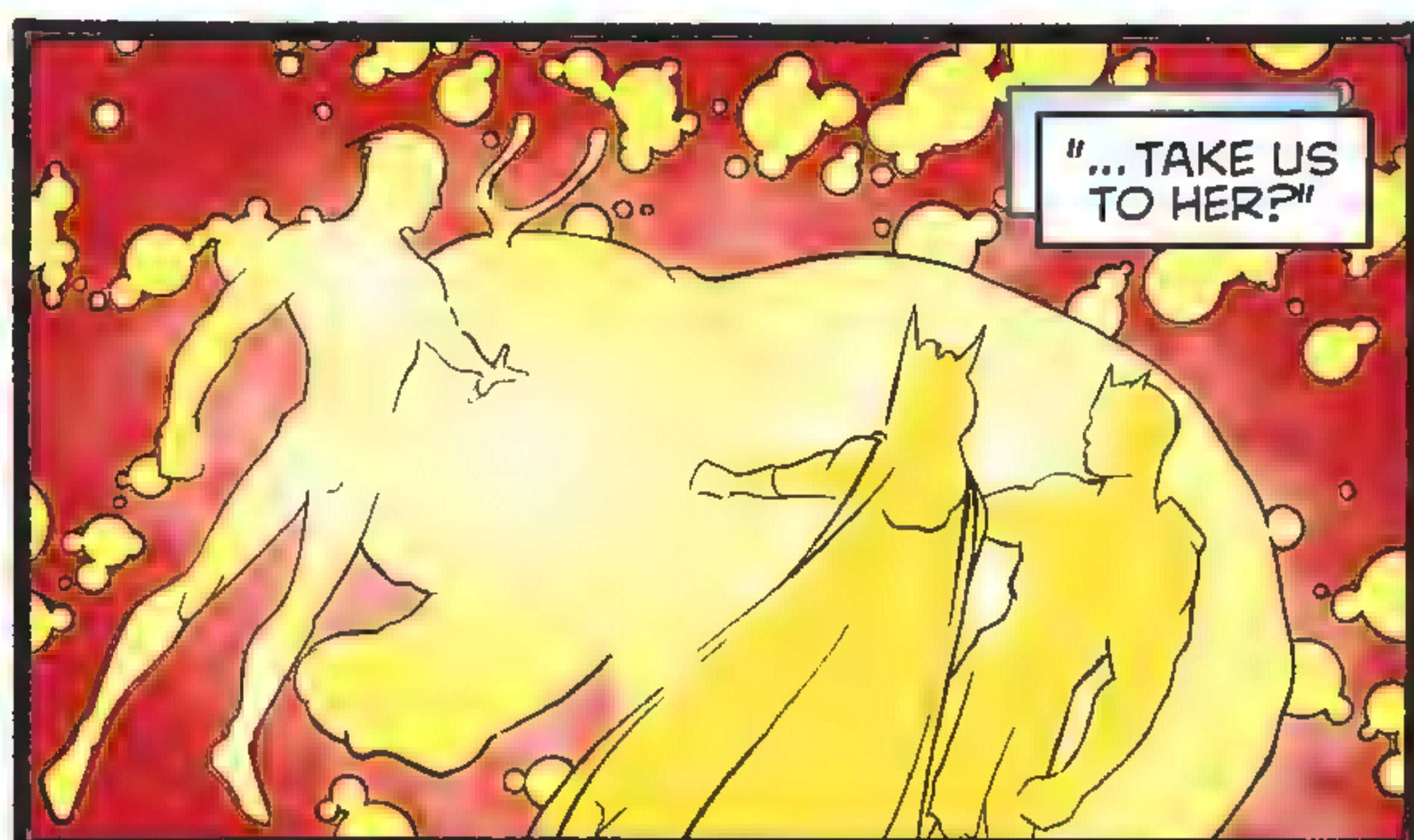
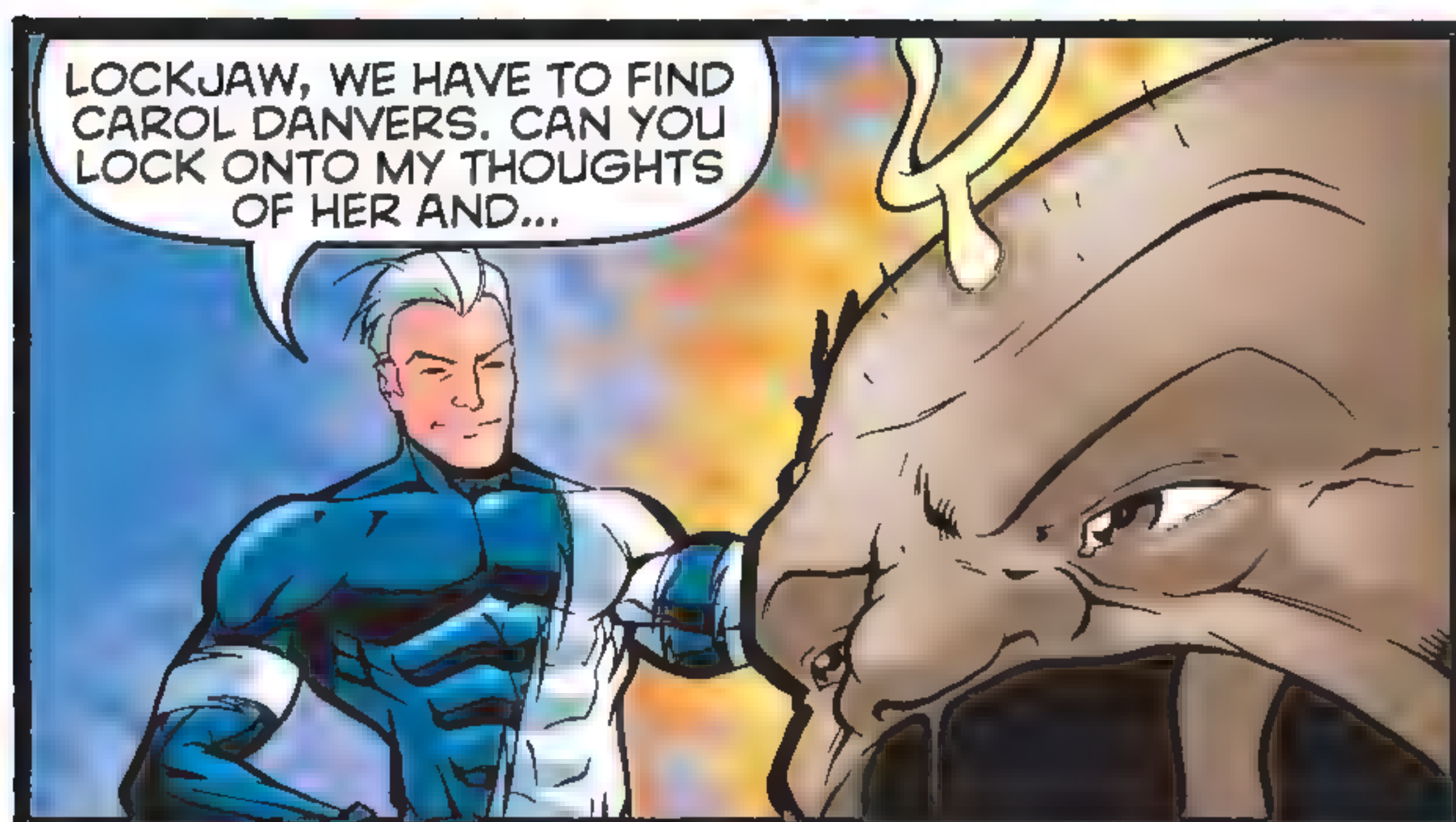
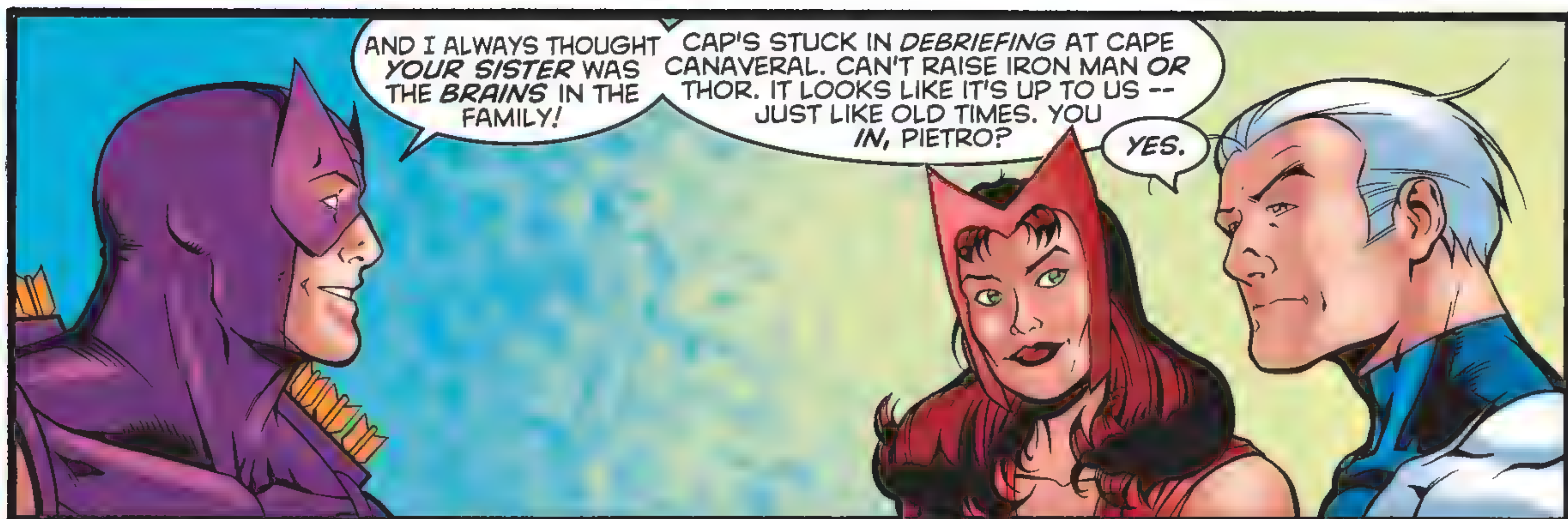
Ⓢ SEE *IRON MAN* #7
MARK

Ⓢ SEE *CAPTAIN AMERICA* #8
MARK



THE *KREE* CAPTURED *WARBIRD* AND ESCAPED IN A ROCKET HEADED FOR THE MOON.

I ASSUME THAT IS WHY *HAWKEYE* IS IN THE HANGAR BAY PREPPING THE *SPACE QUINJET*.



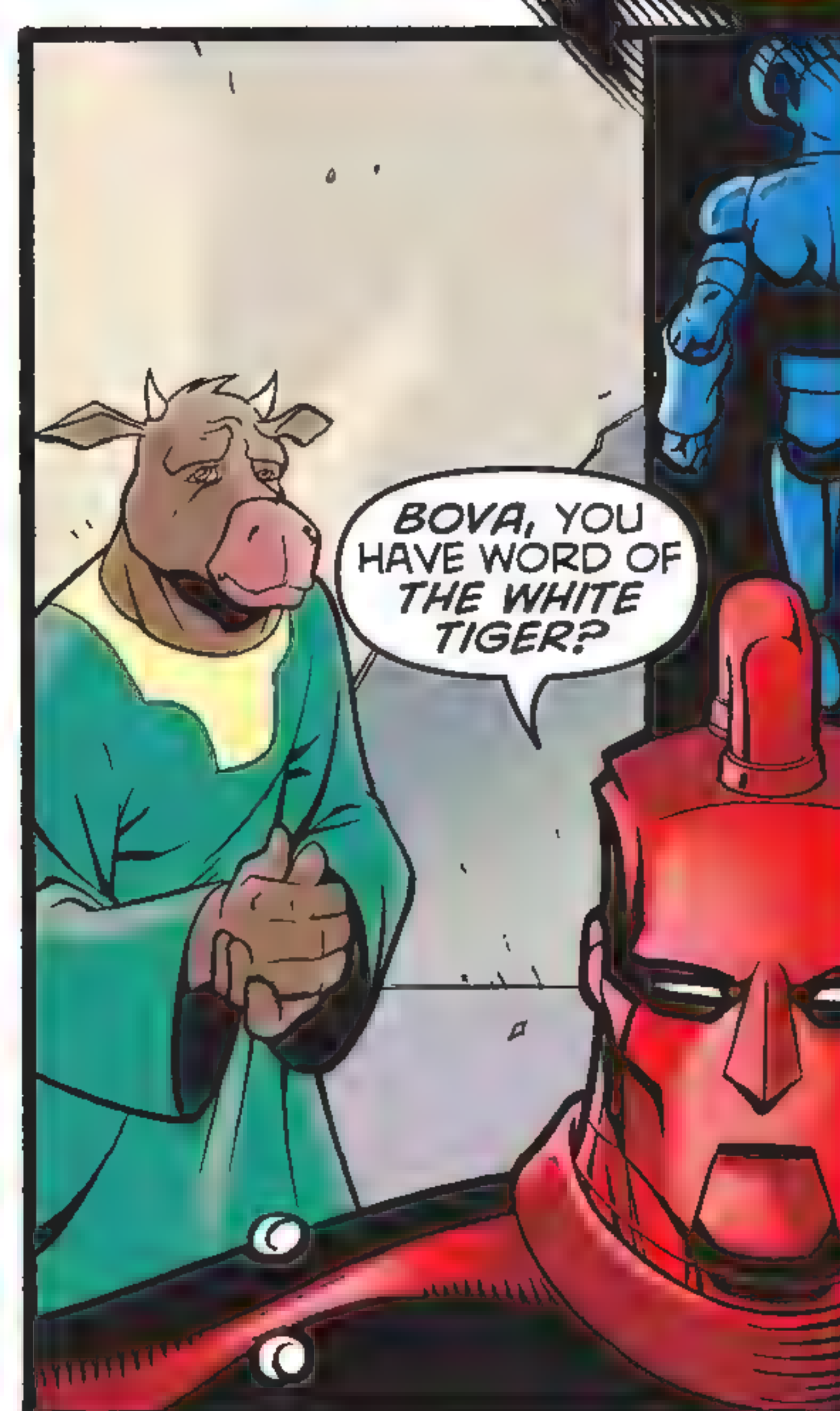
THE HAVEN -- A CASTLE ON THE HUDSON RIVER OWNED BY THE MASTER GENETICIST CALLED THE HIGH EVOLUTIONARY AND THE CURRENT HOME OF HIS CREATIONS -- THE EVOLVED ANIMAL MEN CALLED THE KNIGHTS OF WUNDAGORE.

YOU HAVE KEPT THE KNIGHTS IN FINE FIGHTING FORM, SIR RAM.

SOON THEY SHALL BE READY TO BATTLE EXODUS AND THE ACOLYTES AND RECLAIM OUR HOME ON WUNDAGORE MOUNTAIN. BUT BEFORE WE DEPART, I HAVE ONE MORE JOB FOR YOU.



THE KNIGHTS' SCIENTIST LEFT OUR DIMENSION BACK IN QUICKSILVER #3 MARK



THE MOON. SPECIFICALLY,
WE GO TO THE UNDERGROUND
CAVERNS BENEATH THE
MYSTERIOUS BLUE AREA...

THE BLUE AREA?!
WAIT A MINUTE! I
THOUGHT THIS WHOLE
COMPLEX HAD BEEN
DESTROYED.

THE SAME MIGHT HAVE
BEEN SAID OF ME,
ESPECIALLY AFTER THE LAST
TIME I ENCOUNTERED
THE AVENGERS!

THE
SUPREME
INTELLIGENCE!

YES, SCARLET WITCH. DESPITE
THE BEST EFFORTS OF YOUR ALLY THE
BLACK KNIGHT, I *SURVIVE*. ⓧ HIS ENERGY
SWORD COULD NOT DESTROY ME, AS I AM
NOT A CORPOREAL BEING -- I AM A SENTIENT
COMPUTER. I DOWNLOADED MY SENTIENCE
INTO ANOTHER TERMINAL AND ESCAPED
FROM MY HOME PLANET OF KREE-LAR. ⓧ

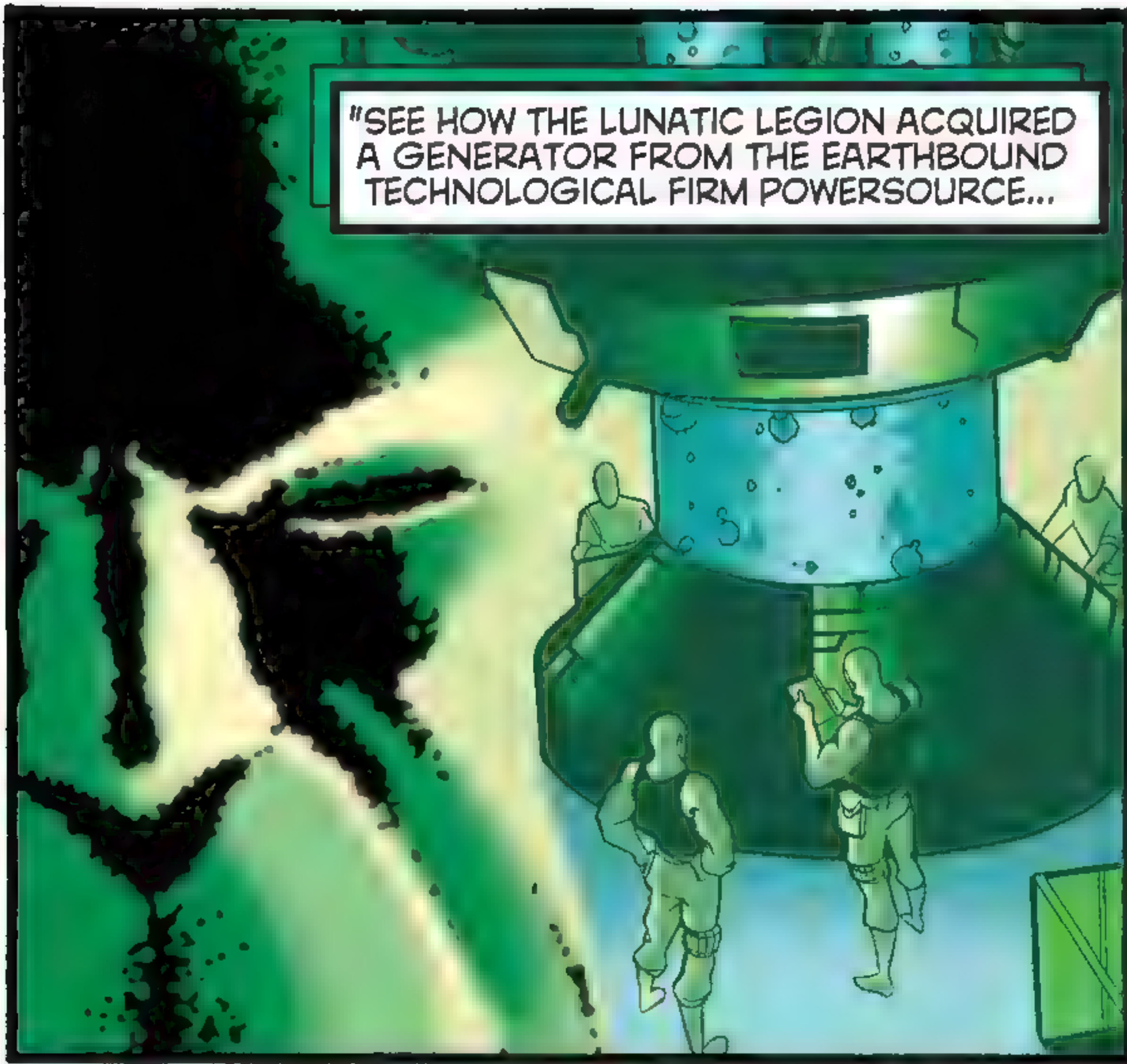
NOW A FACTION
OF KREE WARRIORS CALLED
THE *LUNATIC LEGION* HAS USED
THE *SKRULL TECHNOLOGY* HIDDEN
HERE -- WHICH ORIGINALLY
CREATED THE BLUE AREA --
TO REBUILD IT.

ⓧ DETAILS ARE IN AVENGERS #347.

ⓧ REVEALED IN IN THE IMPERIAL GUARD LIMITED SERIES MARK

I DON'T CARE ABOUT ANY OF
THAT! YOU WILL RETURN CAROL
DANVERS TO US NOW --
UNHARMED!

THERE IS MUCH MORE
AT STAKE THAN THE FATE
OF ONE AVENGER. THE
ENTIRE HUMAN RACE
IS IN DANGER. LOOK
UPON MY MATRIX
AND LEARN...



"SEE HOW THE LUNATIC LEGION ACQUIRED A GENERATOR FROM THE EARTHBOUND TECHNOLOGICAL FIRM POWERSOURCE..."



"... WHICH IS BEING USED TO FUEL A POWERFUL *OMNI-WAVE PROJECTOR* WHICH IS DIRECTED AT EARTH."



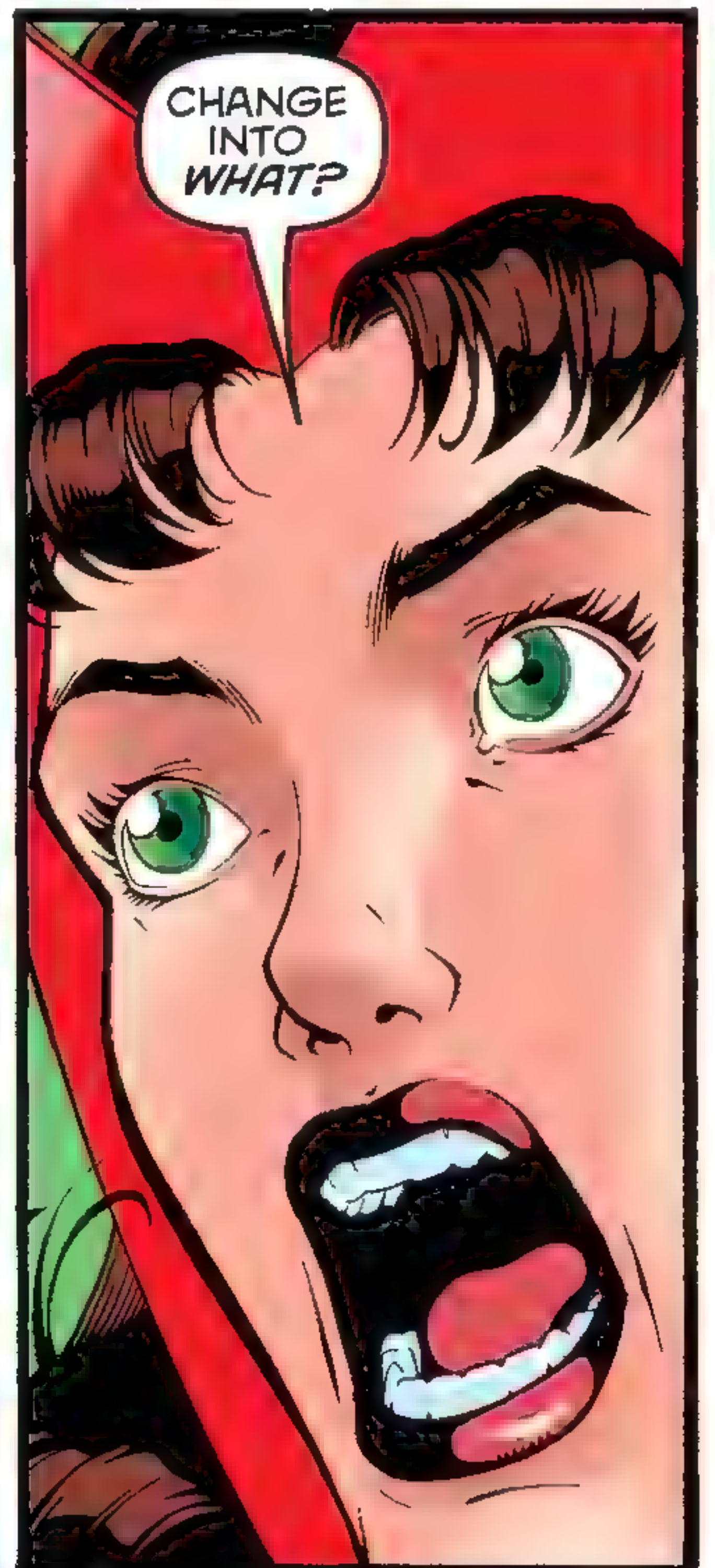
SHOW US WHERE CAROL DANVERS IS BEING HELD.



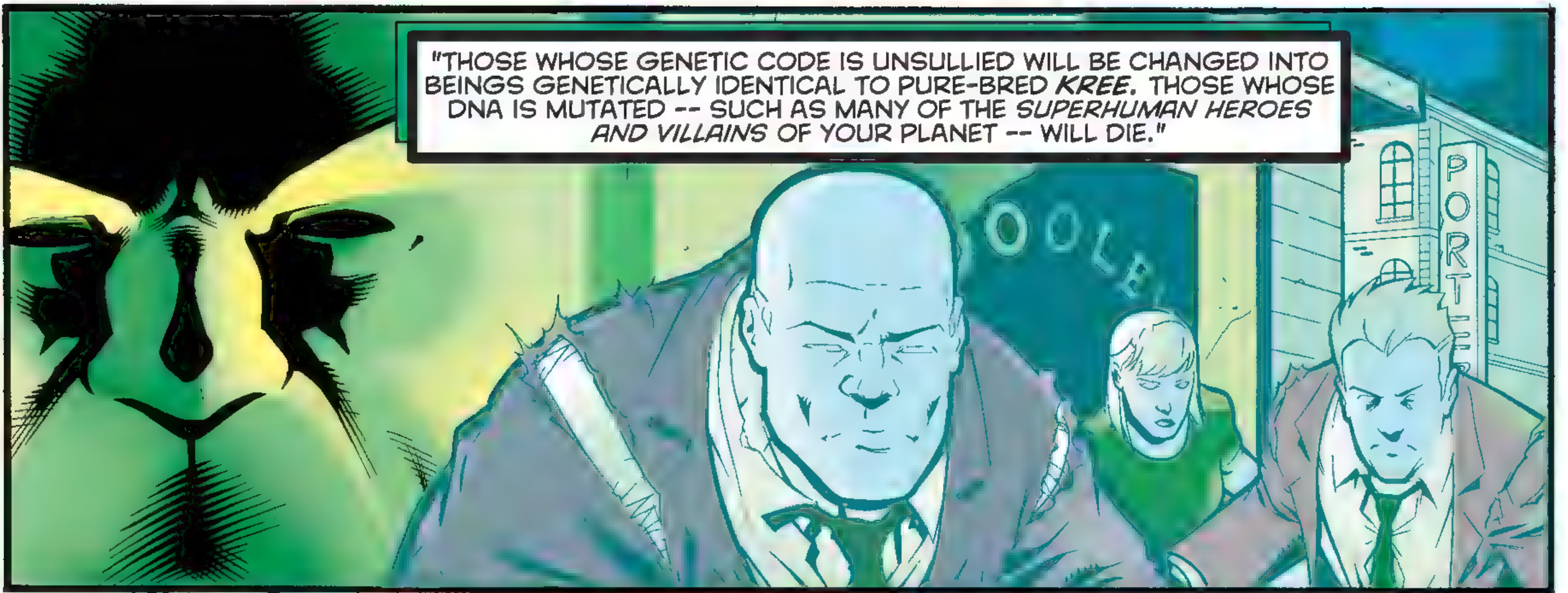
"HAVE PATIENCE, QUICKSILVER. WHAT I TELL YOU IS *IMPORTANT*. THE OMNI-WAVES WILL BE FILTERED THROUGH A PORTION OF THE STOLEN *TERRIGEN MISTS*..."



"WHEN THE WAVES STRIKE EARTH'S *ATMOSPHERE*, IT WILL CAUSE A *CHAIN REACTION* THAT WILL CAUSE ALL HUMAN LIFE TO *CHANGE*."



CHANGE INTO WHAT?



"THOSE WHOSE GENETIC CODE IS UNSULLIED WILL BE CHANGED INTO BEINGS GENETICALLY IDENTICAL TO PURE-BRED *KREE*. THOSE WHOSE DNA IS MUTATED -- SUCH AS MANY OF THE *SUPERHUMAN HEROES* AND *VILLAINS* OF YOUR PLANET -- WILL DIE."

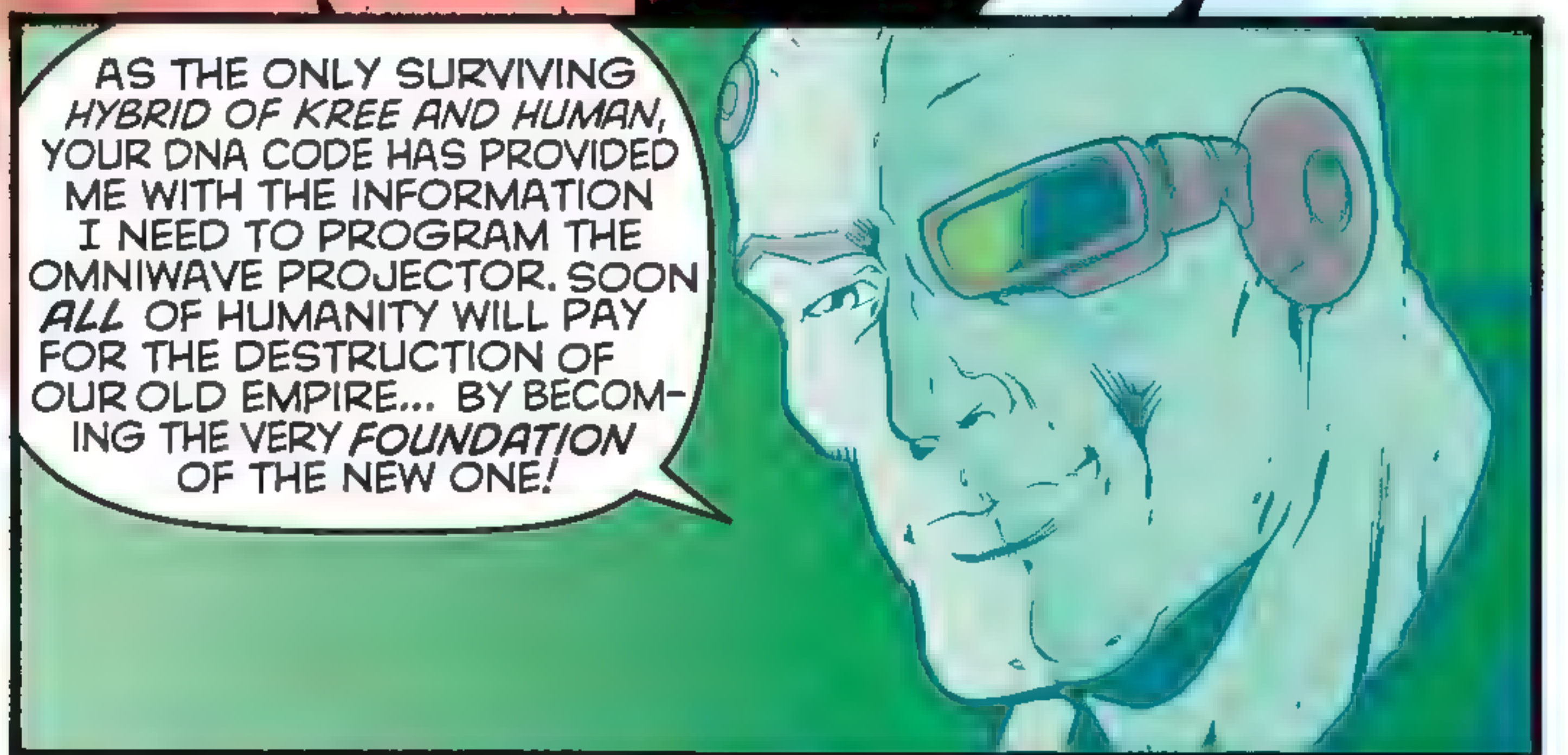


I LIVED WITH THE INHUMANS FOR YEARS. I KNOW THAT THE TERRIGEN MISTS CAUSE *UNPREDICATABLE MUTATIONS*. HOW CAN YOU BE SURE THE SURVIVING HUMANS WILL BECOME SOME KIND OF... NEO-KREEP?

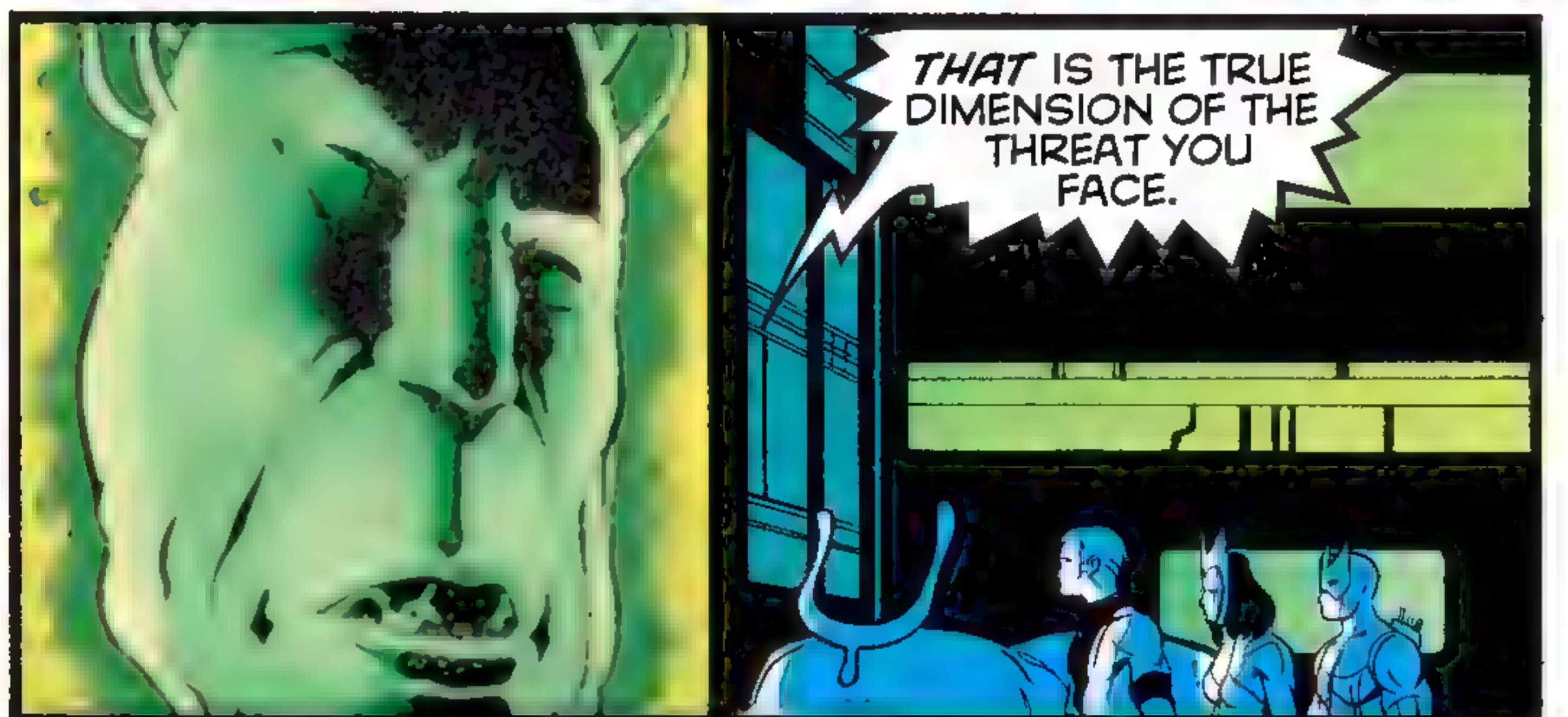


"BECAUSE *GALEN KOR* HAS BEEN CONDUCTING TRIALS. THE TESTS AT CAPE CANAVERAL FAILED. BUT NOW THAT HE HAS CAROL DANVERS, HE HAS THE KEY TO THE SUCCESS OF HIS MAD SCHEME."

YOU ARE PATHETIC, DANVERS...! YOUR *ADDICTION TO ALCOHOL* HAS MADE YOU WEAK! ALREADY YOUR *WITHDRAWAL SYMPTOMS* KEEP YOU FROM ESCAPING!



AS THE ONLY SURVIVING HYBRID OF *KREE* AND HUMAN, YOUR DNA CODE HAS PROVIDED ME WITH THE INFORMATION I NEED TO PROGRAM THE OMNIWAVE PROJECTOR. SOON *ALL* OF HUMANITY WILL PAY FOR THE DESTRUCTION OF OUR OLD EMPIRE... BY BECOMING THE VERY *FOUNDATION* OF THE NEW ONE!



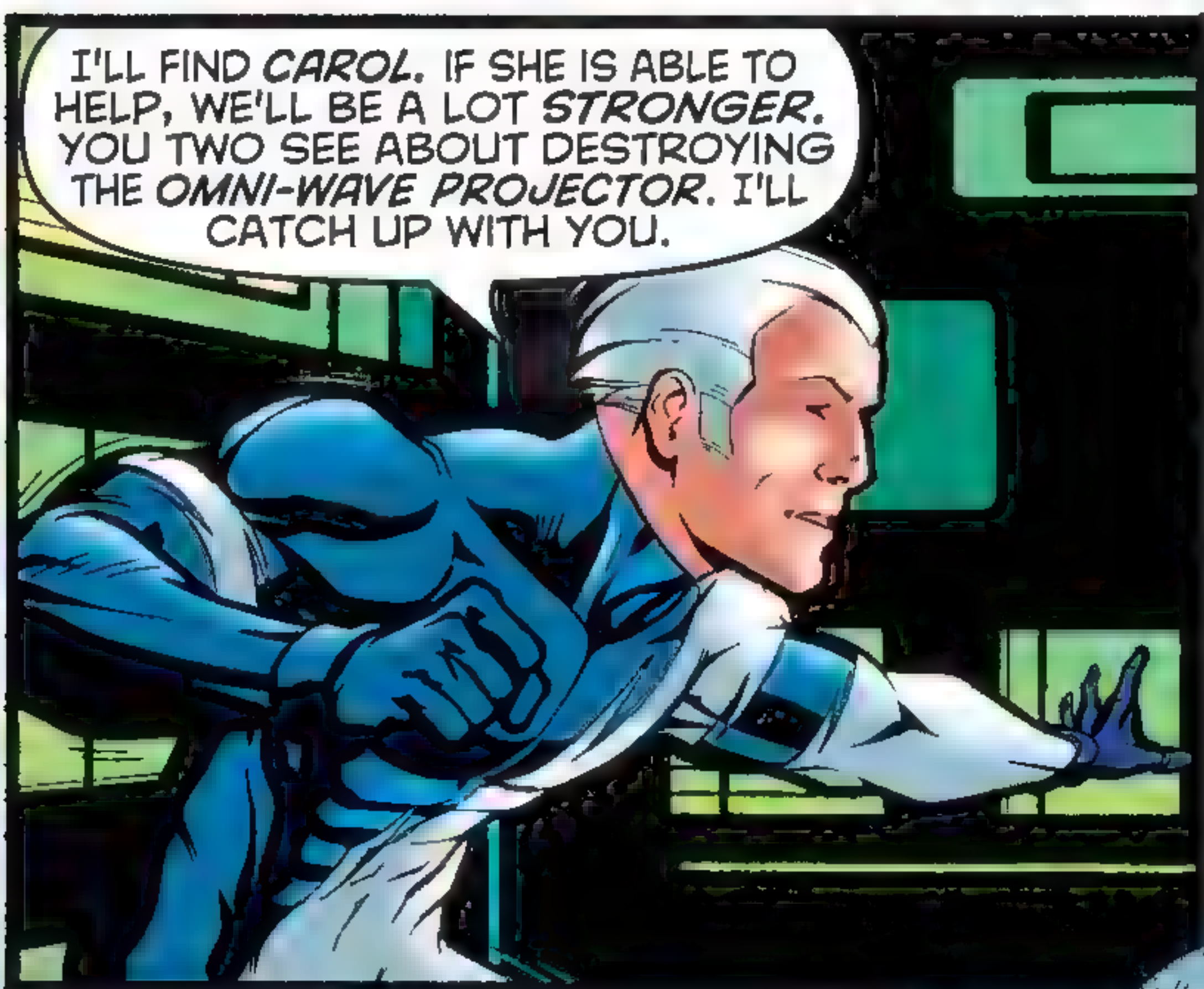
THAT IS THE TRUE DIMENSION OF THE THREAT YOU FACE.



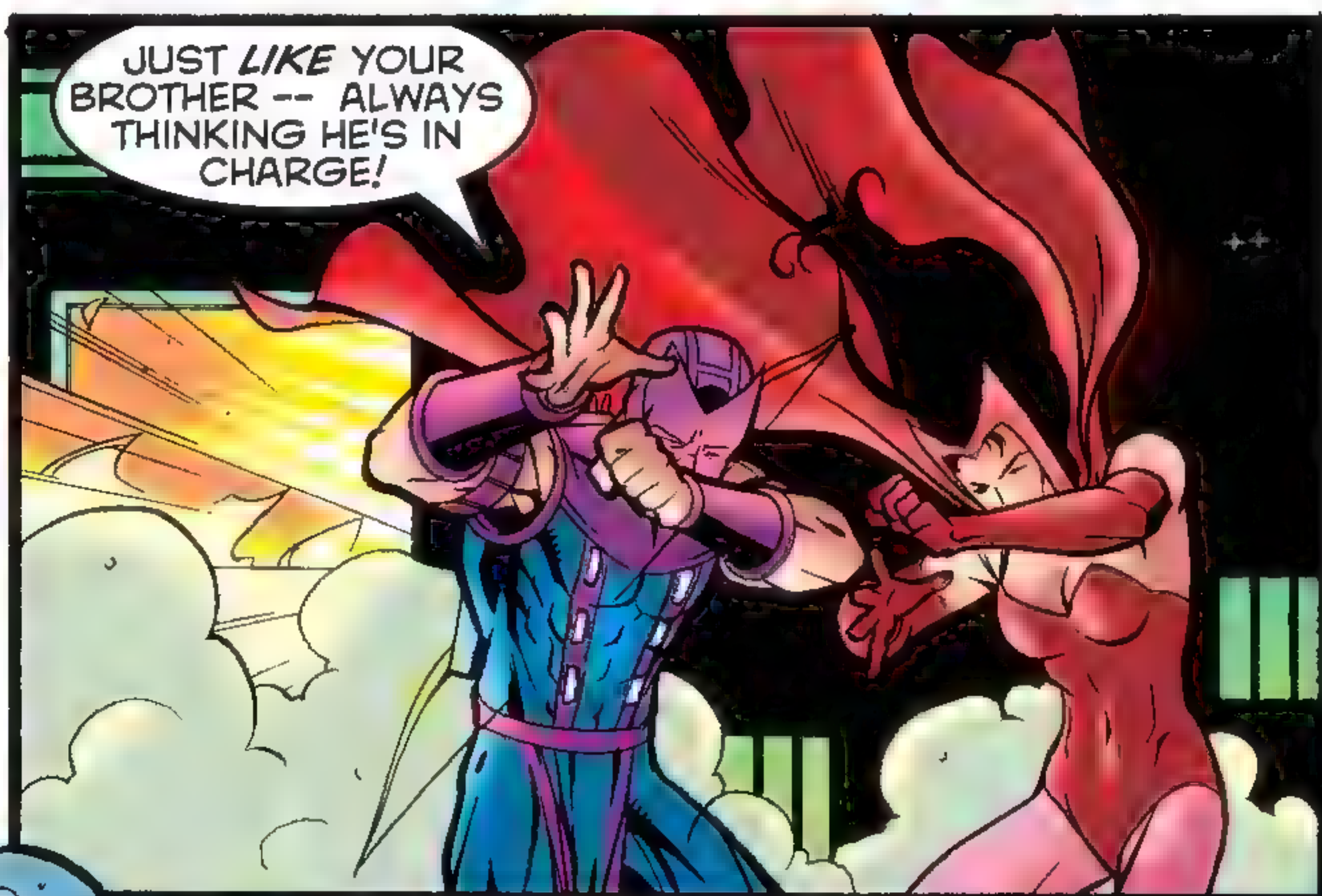
WHY ARE YOU TELLING US ALL THIS? WHAT DO YOU HOPE TO GAIN?!



WHAT I DO AND *WHY* IS NO CONCERN OF YOURS. DO YOU REALLY NEED FURTHER JUSTIFICATION? YOU ARE HEROES, CORRECT? YOUR PLANET IS IN DANGER. THE CHOICE IS YOURS.



I'LL FIND *CAROL*. IF SHE IS ABLE TO HELP, WE'LL BE A LOT **STRONGER**. YOU TWO SEE ABOUT DESTROYING THE **OMNI-WAVE PROJECTOR**. I'LL CATCH UP WITH YOU.



JUST LIKE YOUR BROTHER -- ALWAYS THINKING HE'S IN CHARGE!



WHEN HE THOUGHT WE WERE LOST IN THE BATTLE AGAINST ONSLAUGHT, HE SHOULDERED **GREAT RESPONSIBILITY** AND HAD TO **ASSUME LEADERSHIP**. HE MAY HAVE MUCH TO LEARN...

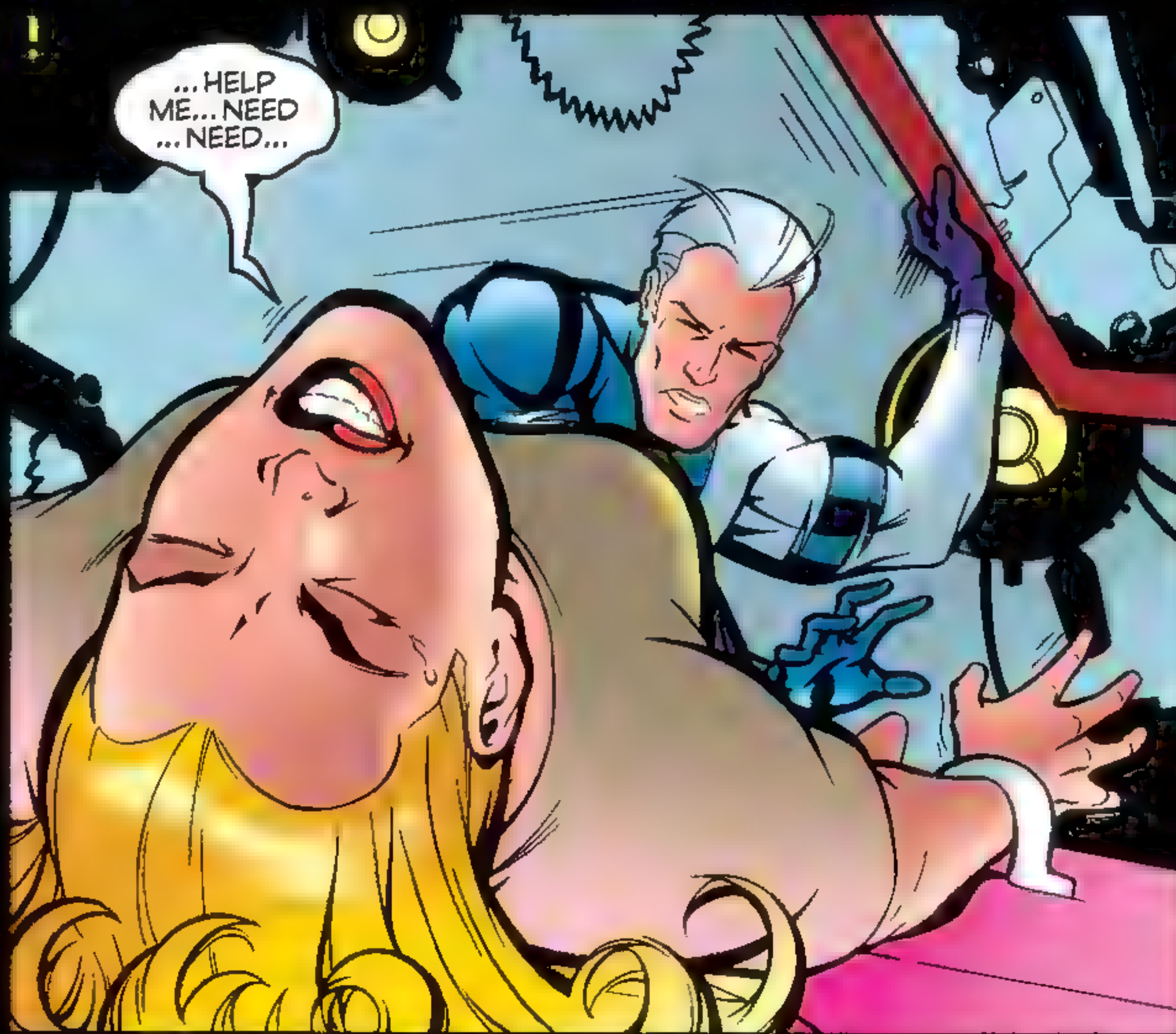
...BUT I THINK HE IS FINALLY **ON THE RIGHT PATH**.

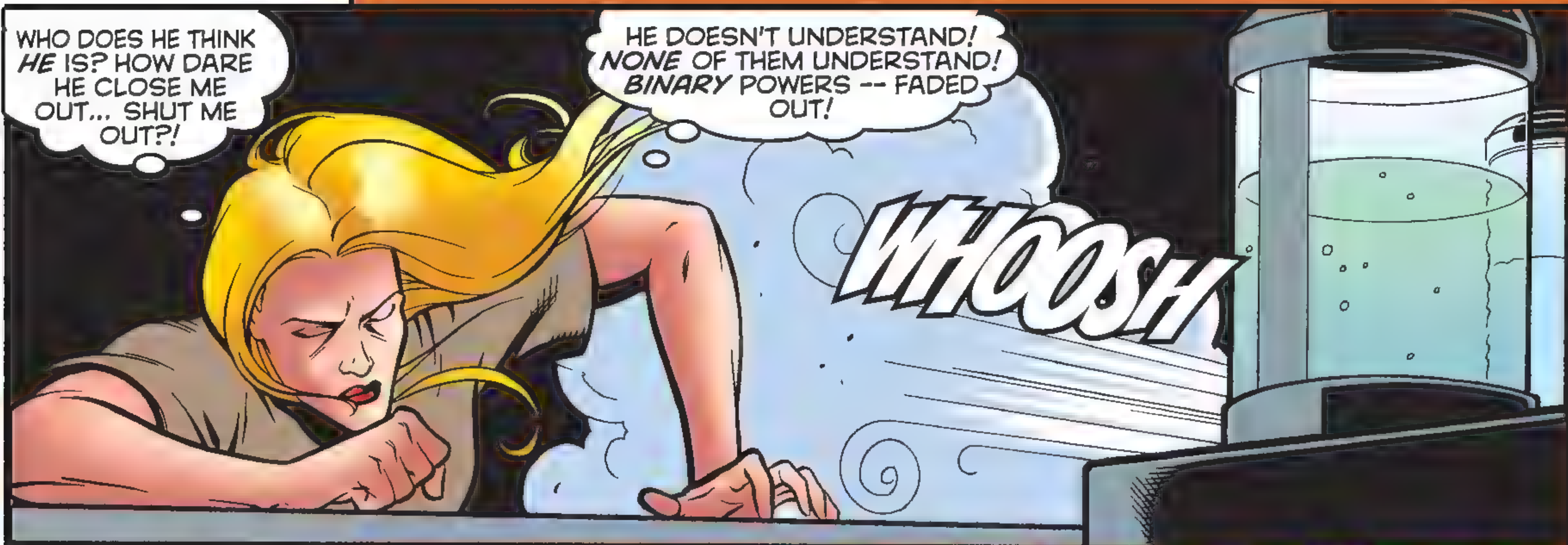


THE INFORMATION YOUR DNA HAS PROVIDED WILL BE **INVALUABLE**, CAROL DANVERS. KLYNN, TOK -- GUARD THE PRISONER.



ONLY TWO GUARDS. THIS WILL BE NO PROBLEM...

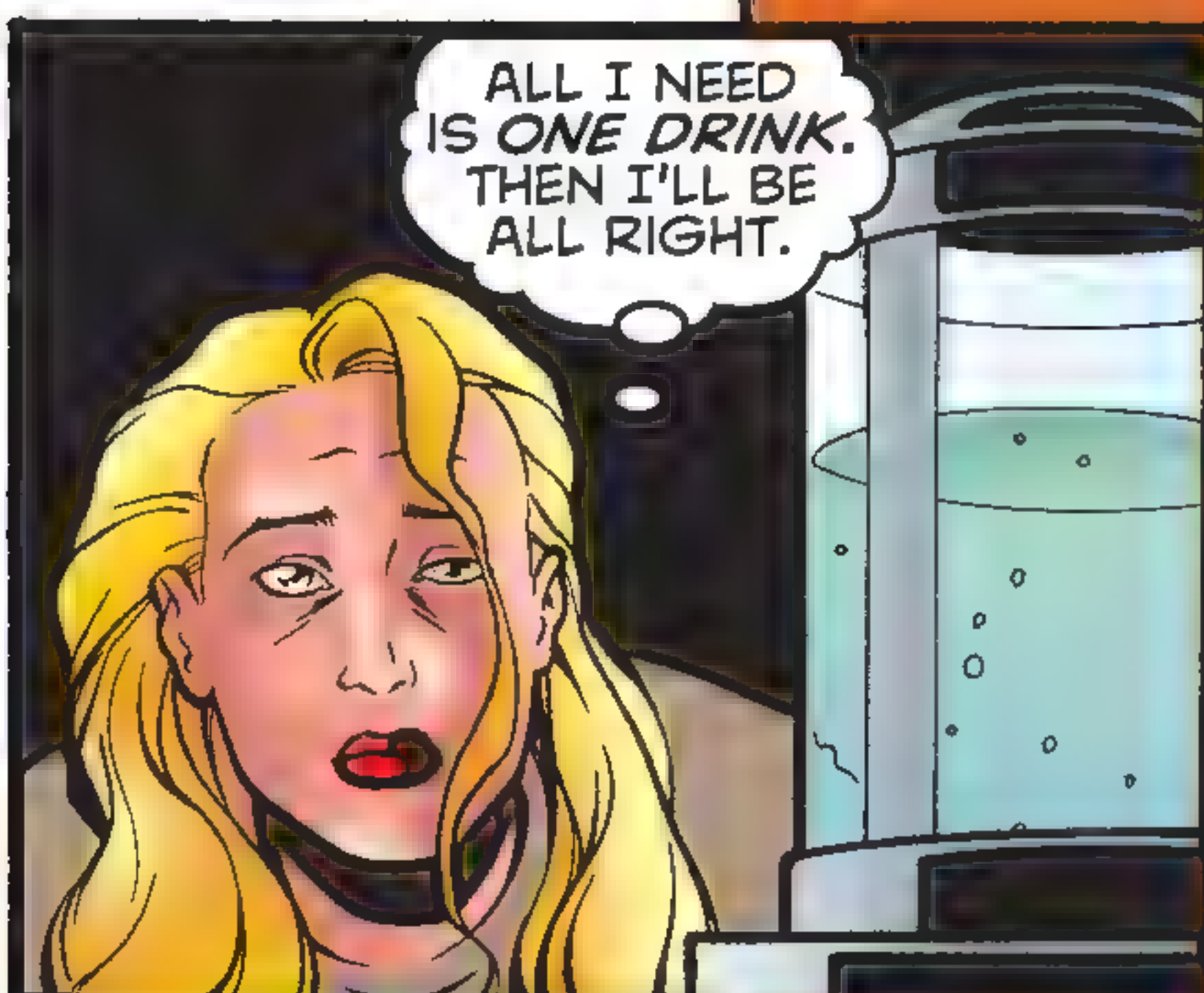




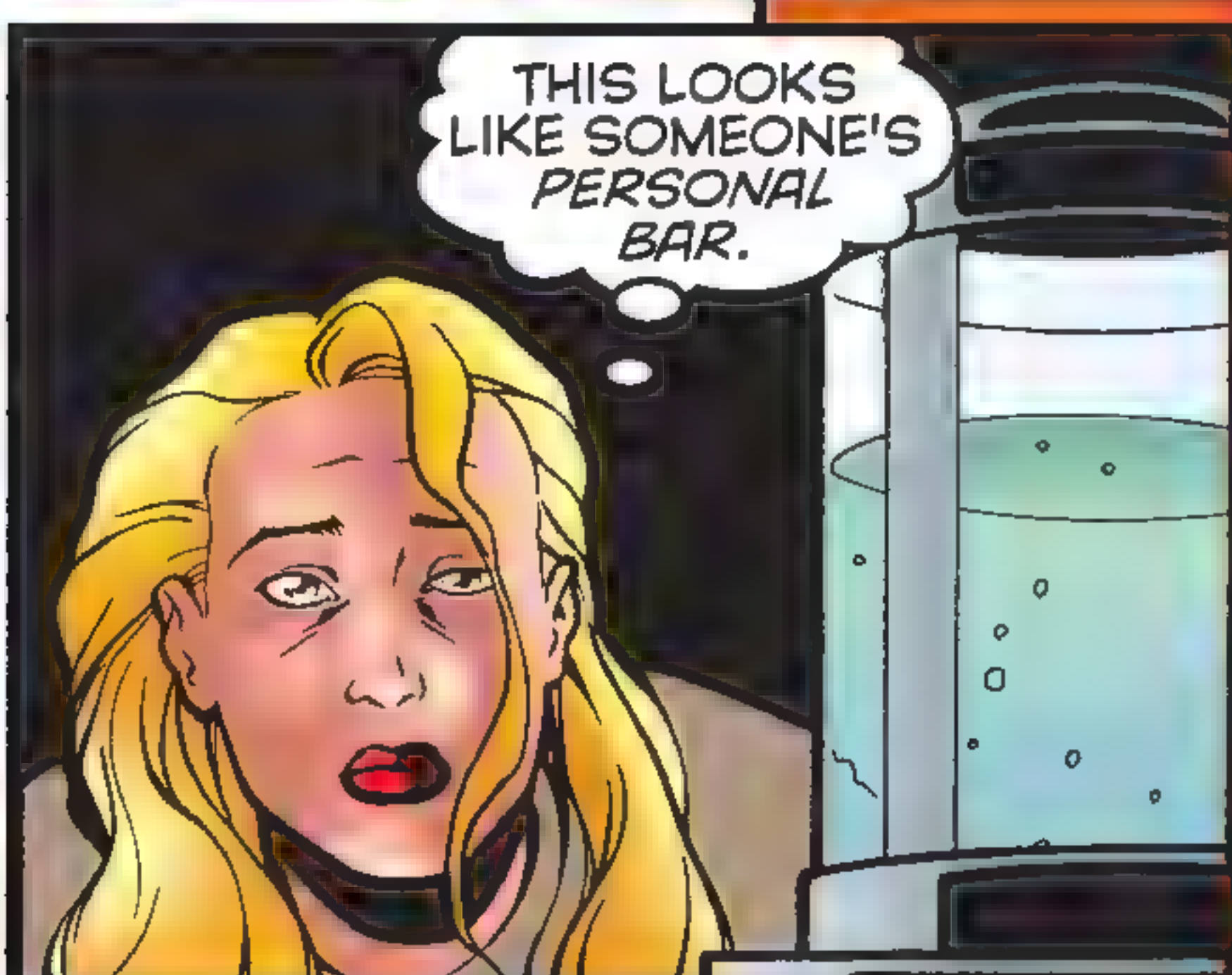
WHO DOES HE THINK
HE IS? HOW DARE
HE CLOSE ME
OUT... SHUT ME
OUT?!

HE DOESN'T UNDERSTAND!
NONE OF THEM UNDERSTAND!
BINARY POWERS -- FADED
OUT!

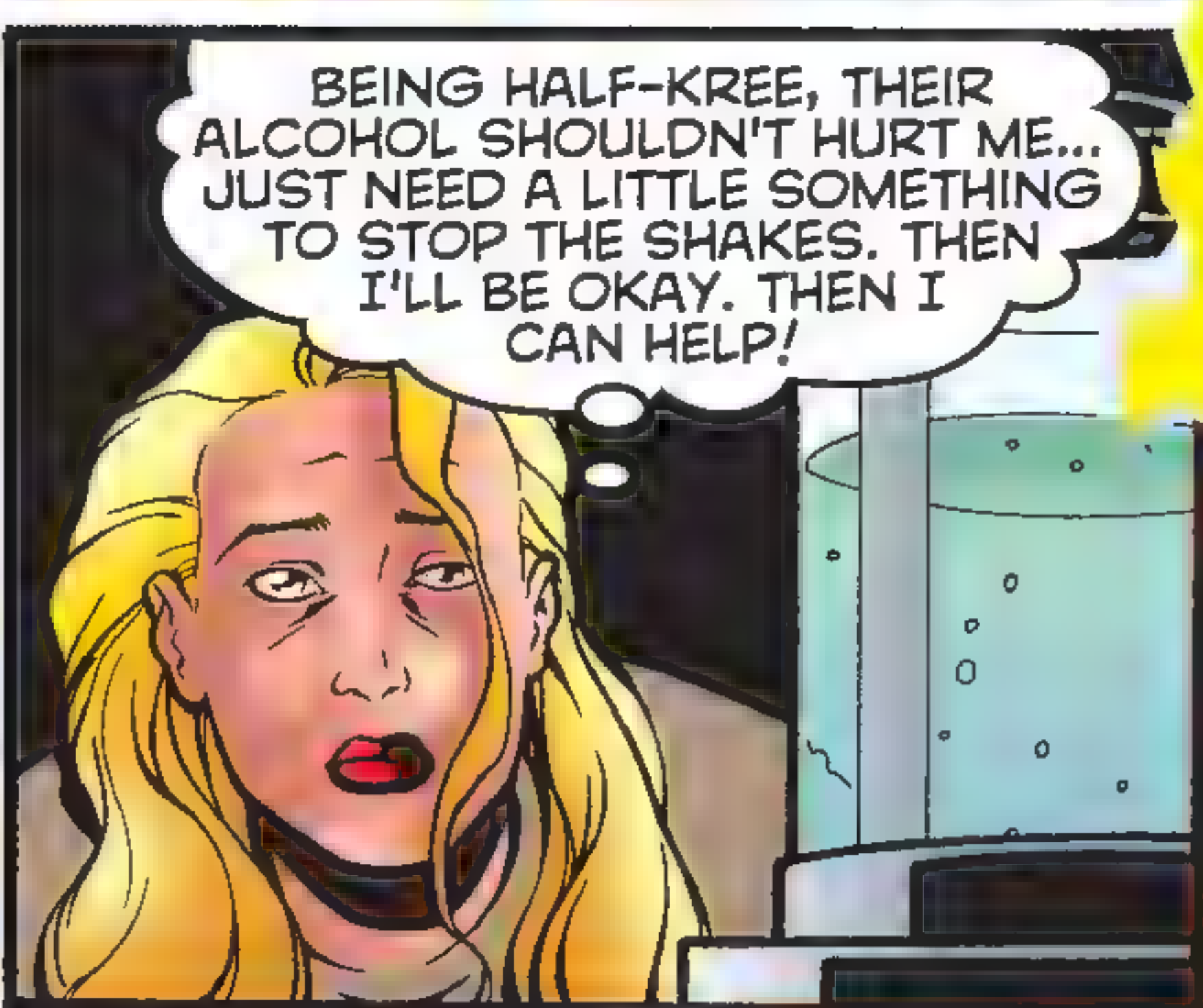
WHOOSH



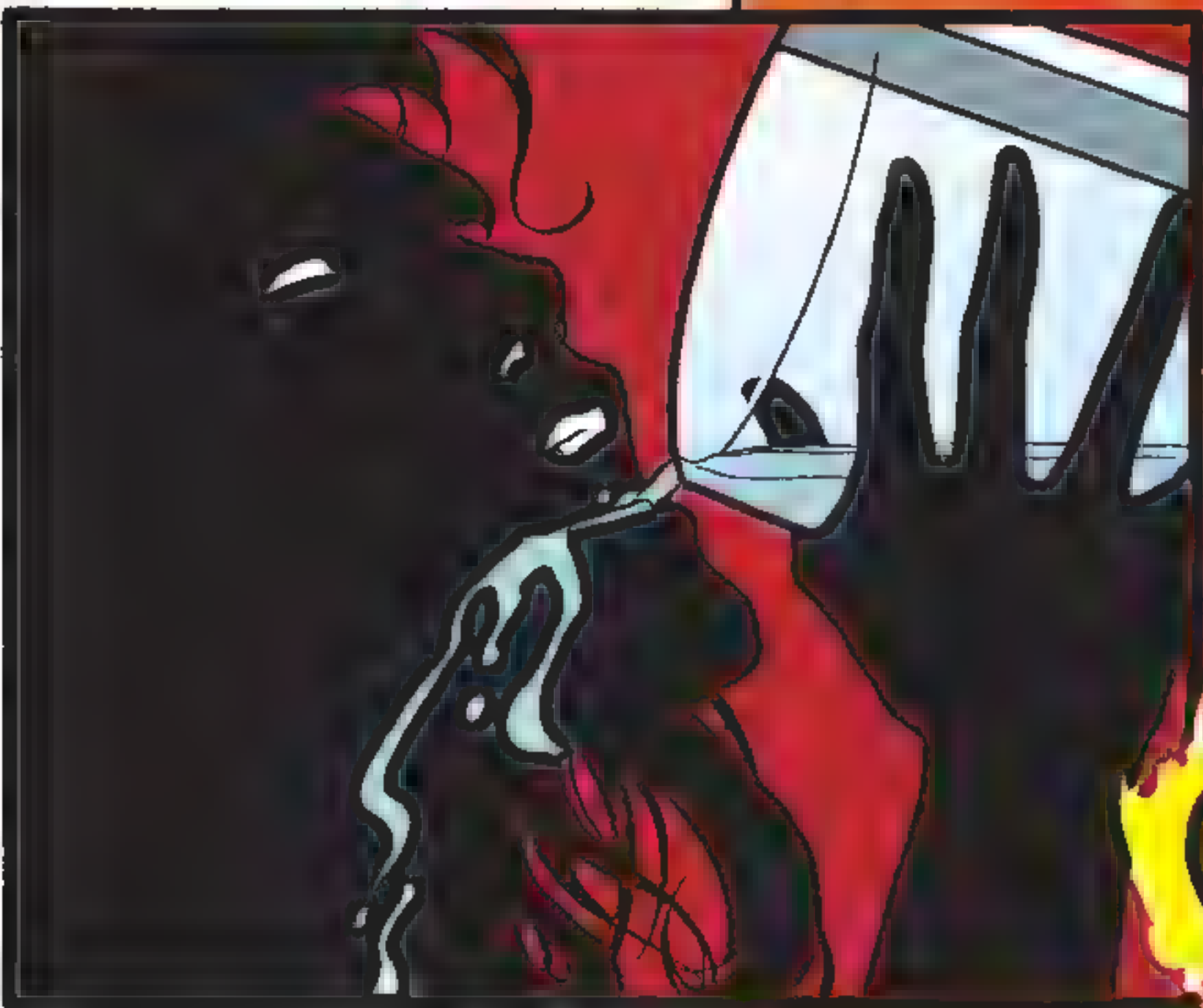
ALL I NEED
IS ONE DRINK.
THEN I'LL BE
ALL RIGHT.



THIS LOOKS
LIKE SOMEONE'S
PERSONAL
BAR.

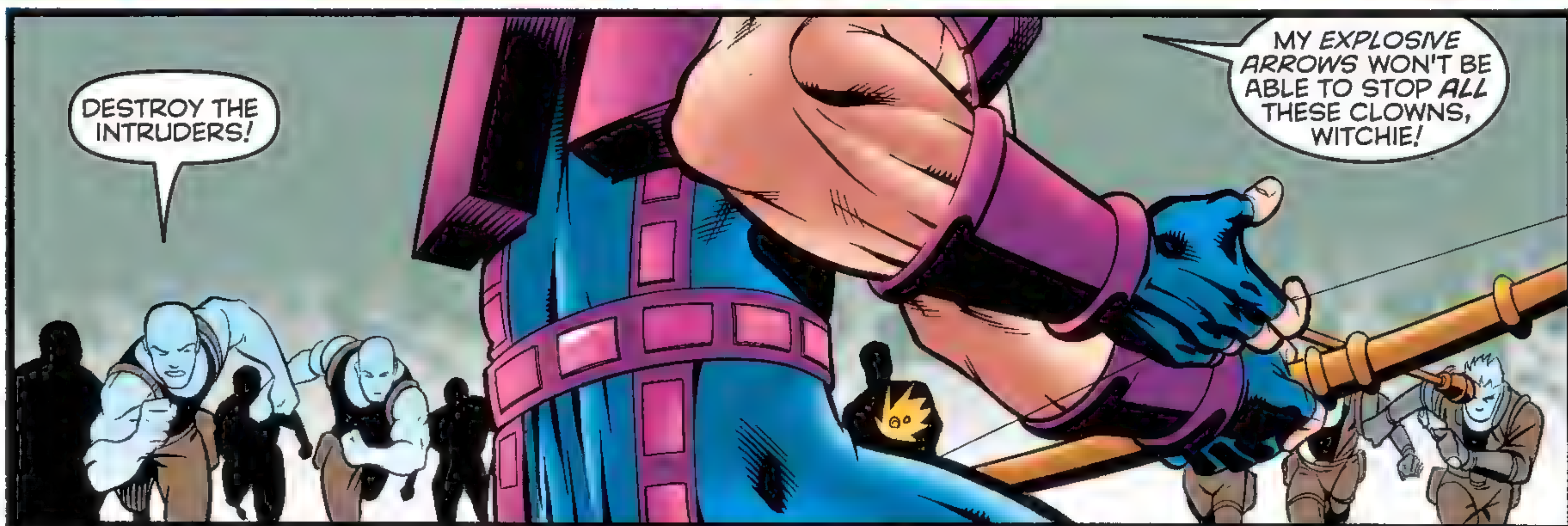
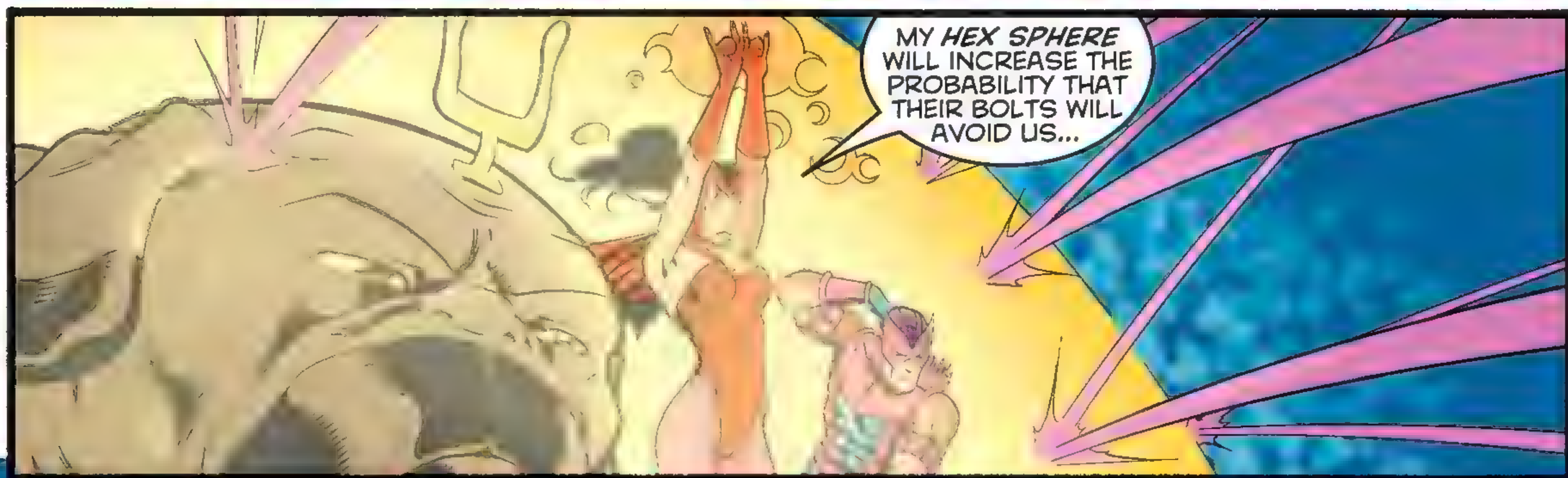
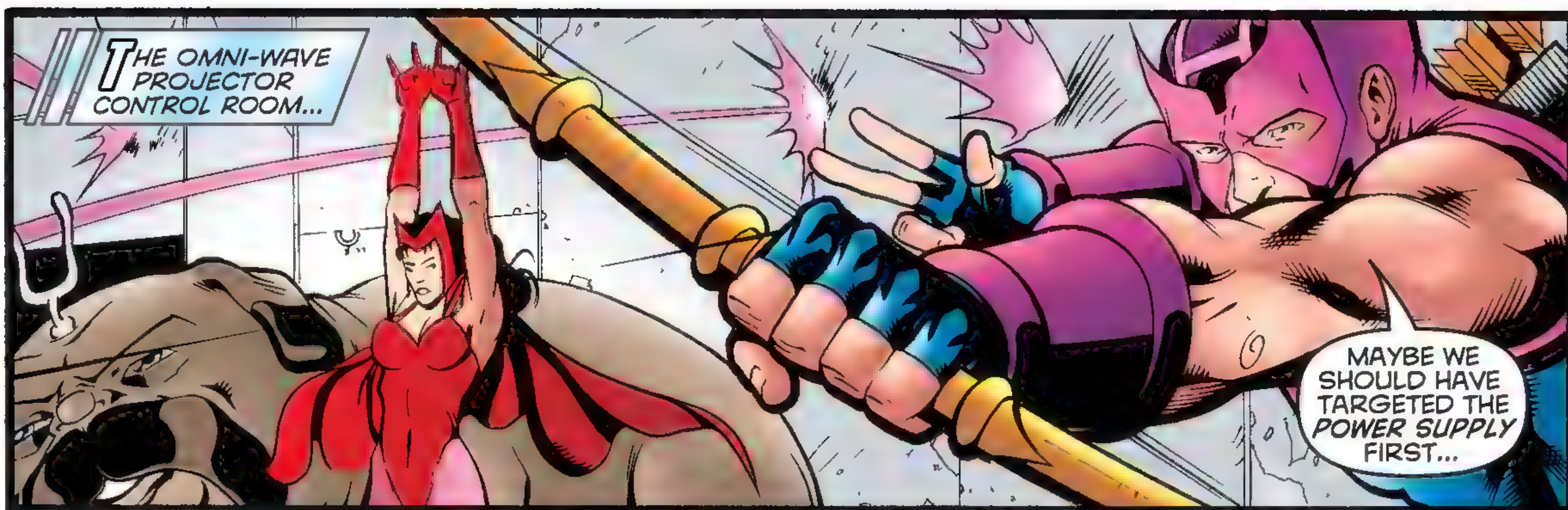


BEING HALF-KREE, THEIR
ALCOHOL SHOULDN'T HURT ME...
JUST NEED A LITTLE SOMETHING
TO STOP THE SHAKES. THEN
I'LL BE OKAY. THEN I
CAN HELP!

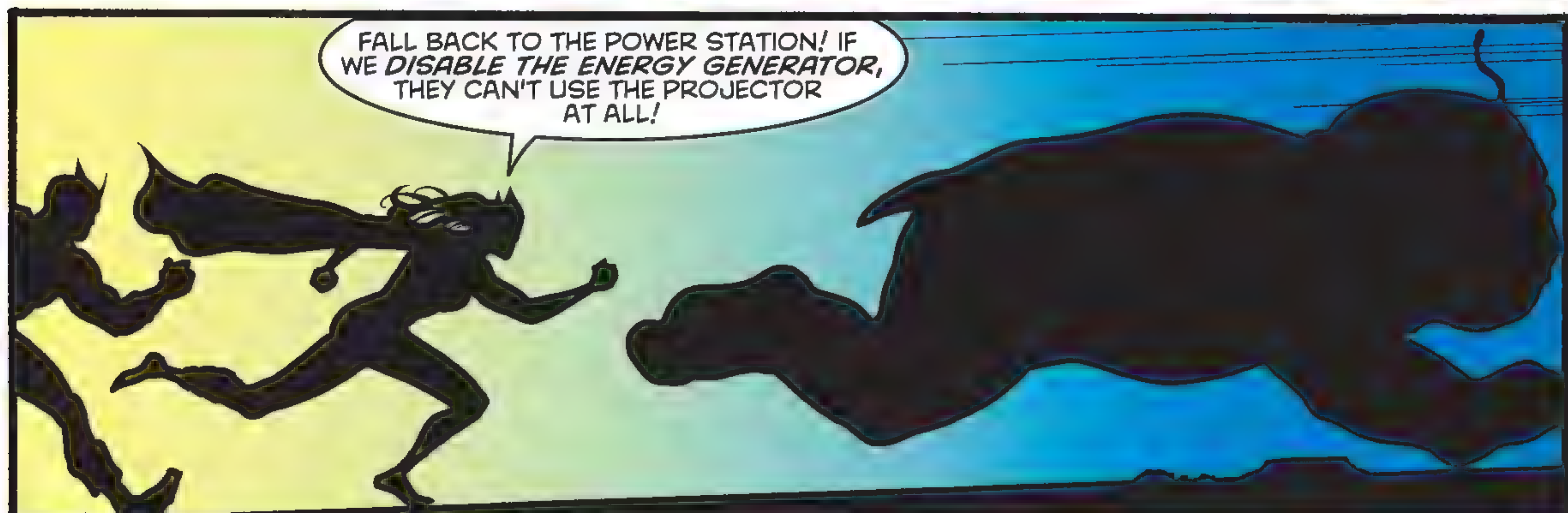
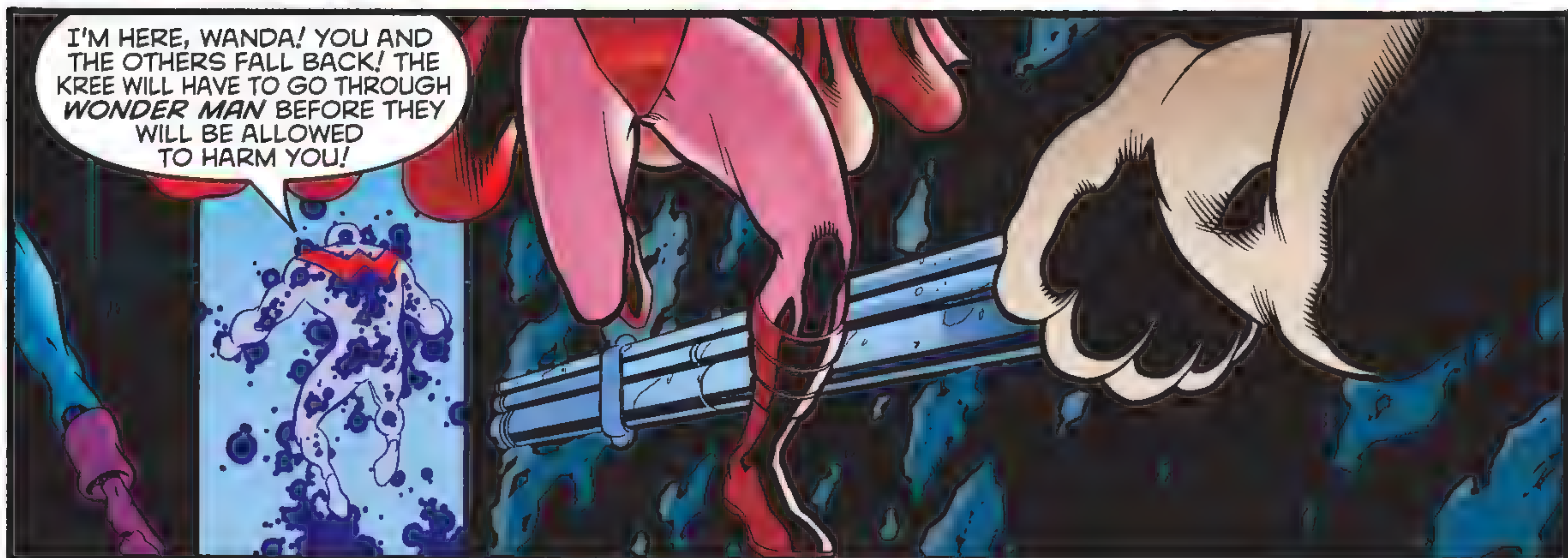
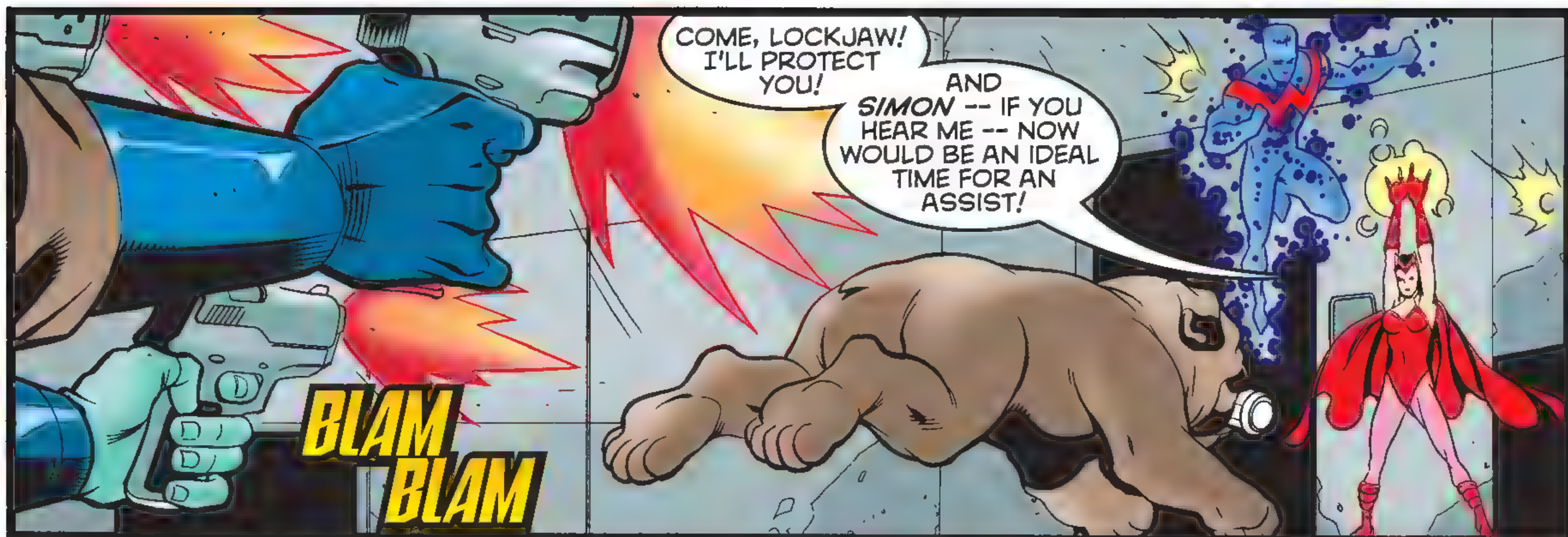


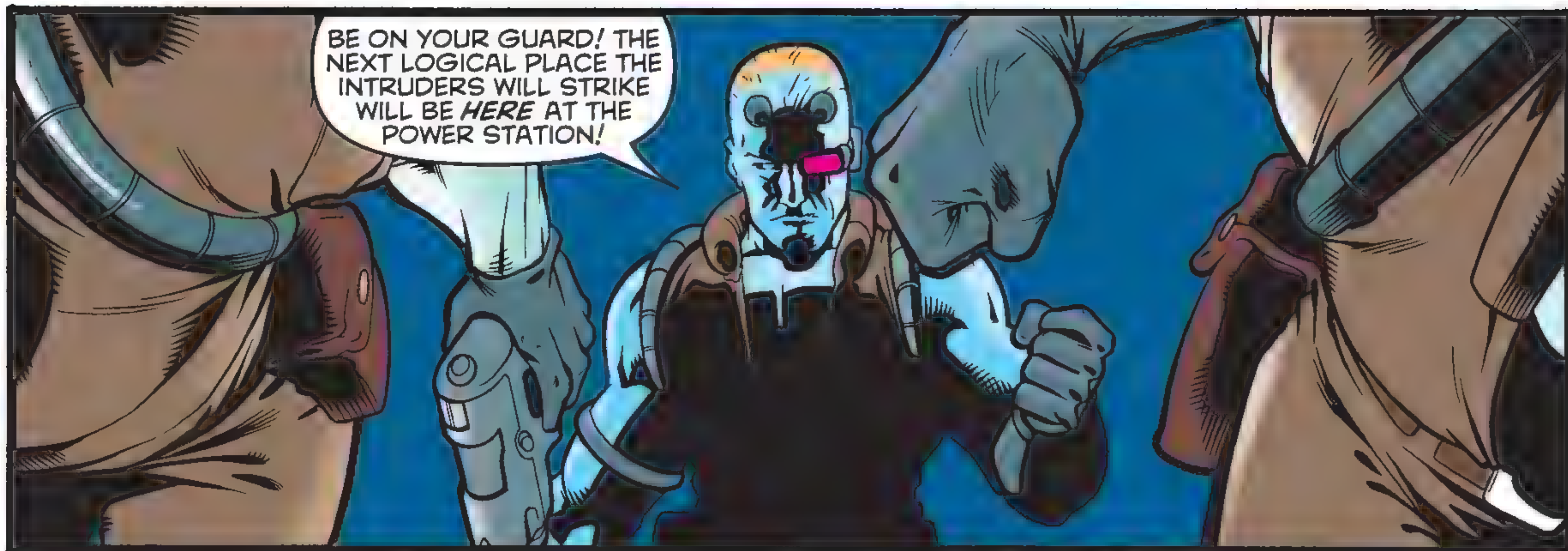
WHOA!
THAT'S
BETTER!

WARBIRD
IS READY FOR
ACTION!

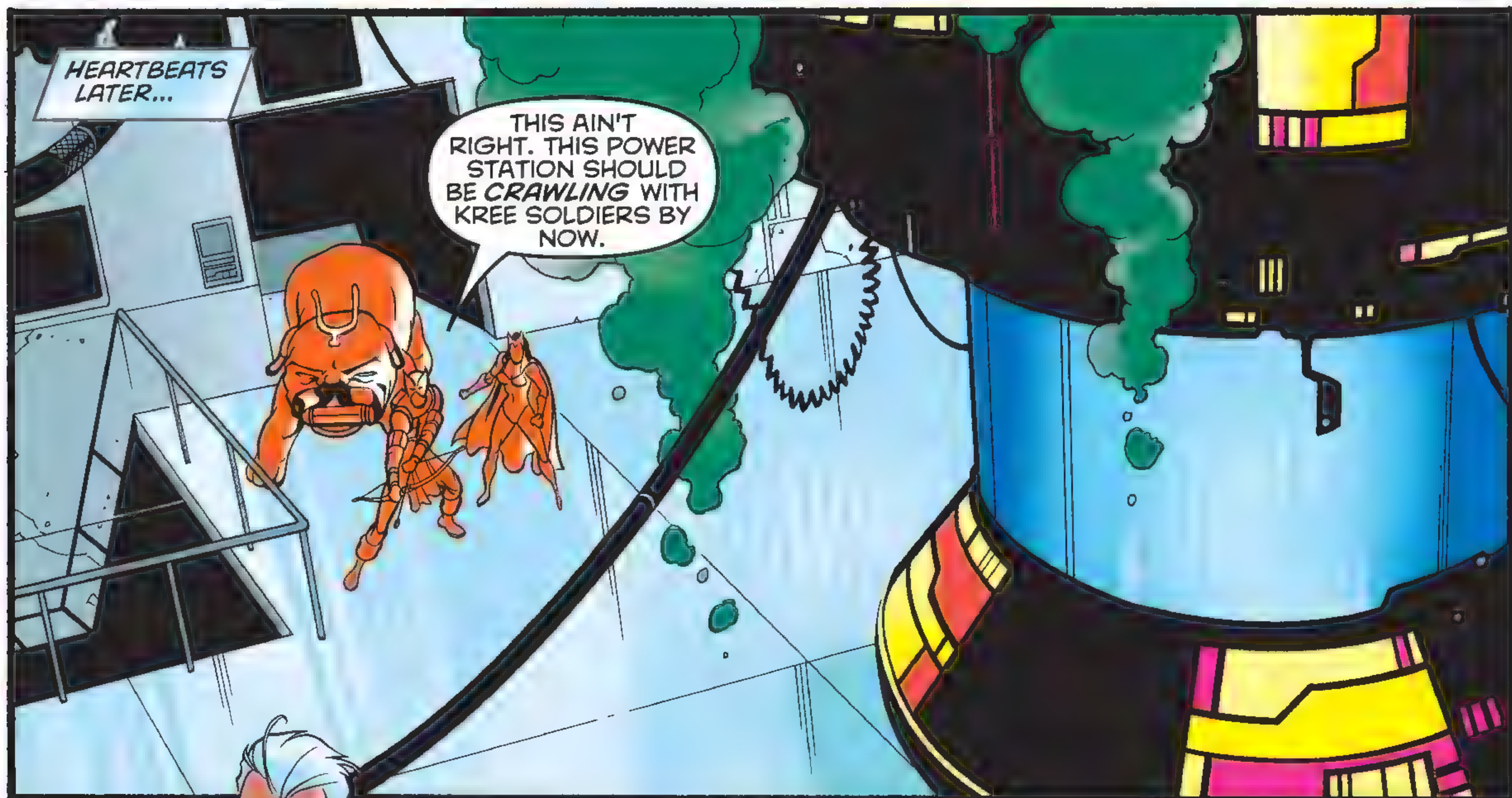








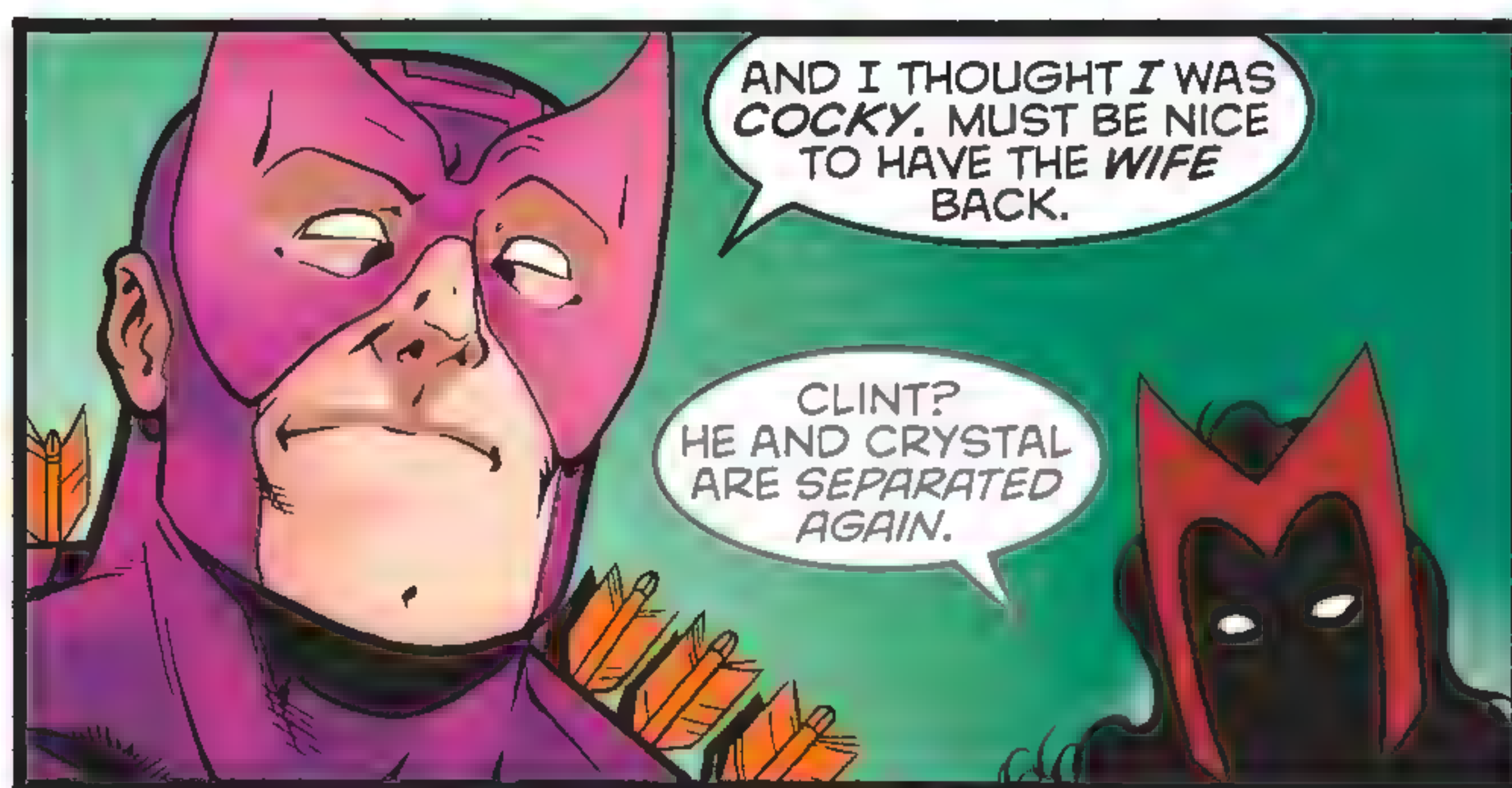
BE ON YOUR GUARD! THE NEXT LOGICAL PLACE THE INTRUDERS WILL STRIKE WILL BE *HERE* AT THE POWER STATION!



HEARTBEATS LATER...

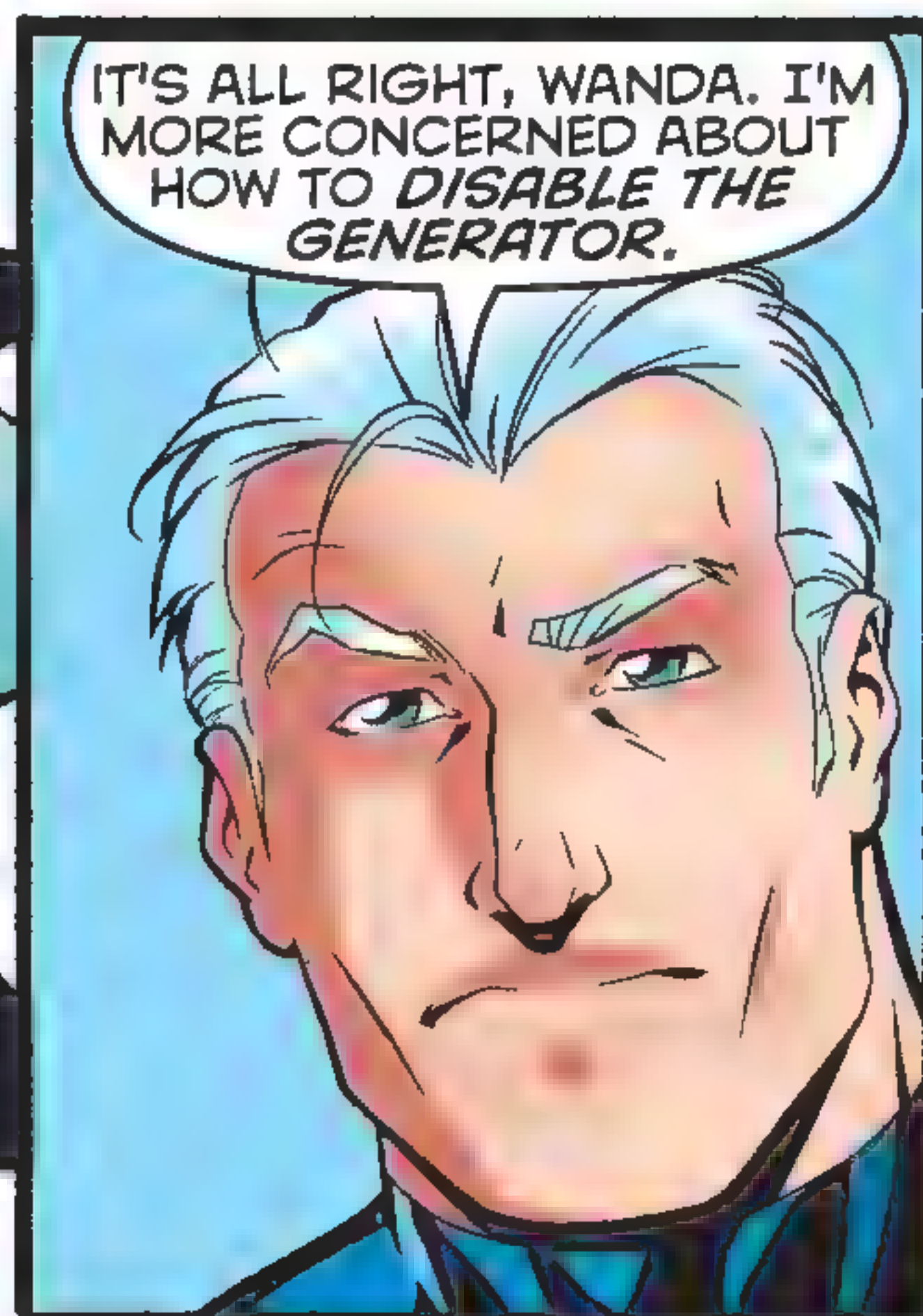
THIS AIN'T RIGHT. THIS POWER STATION SHOULD BE *CRAWLING* WITH KREE SOLDIERS BY NOW.

IT WAS. I GOT HERE BEFORE YOU.



AND I THOUGHT I WAS *COCKY*. MUST BE NICE TO HAVE THE *WIFE* BACK.

CLINT? HE AND CRYSTAL ARE SEPARATED AGAIN.



IT'S ALL RIGHT, WANDA. I'M MORE CONCERNED ABOUT HOW TO *DISABLE* THE GENERATOR.



NO NEED TO WORRY ABOUT THAT, HANDSOME...



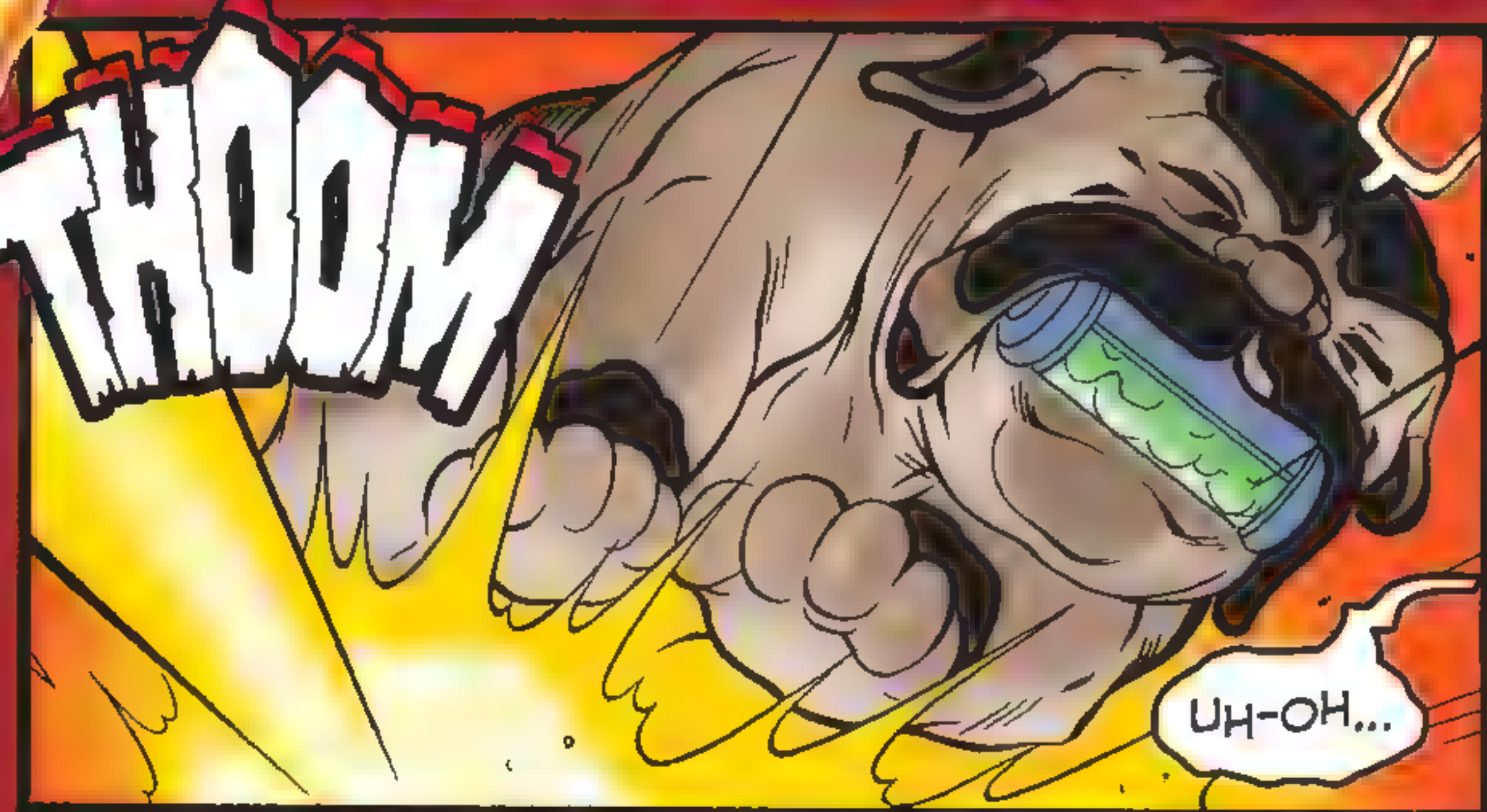
...WARBIRD'S
HERE! CRUSHH
THE KREE AN'...
AN'... AN' BLOW
UP THE
GENERATOR!



DON'
NEED CONTROL!
GOT POWER!
SEE?

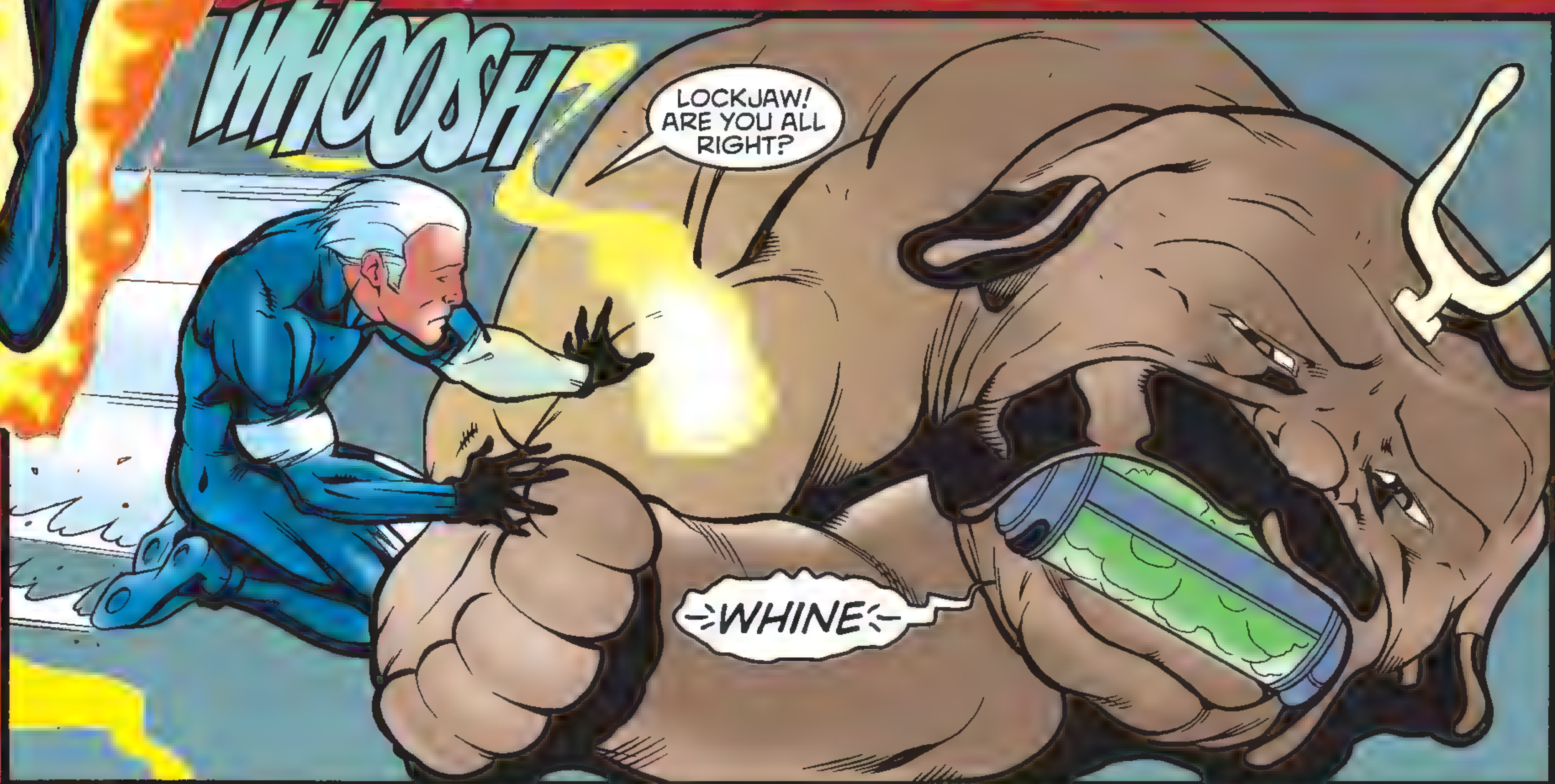
THOOM

THOOM



THOOM

UH-OH...



WHOOOSH

LOCKJAW!
ARE YOU ALL
RIGHT?

WHINE



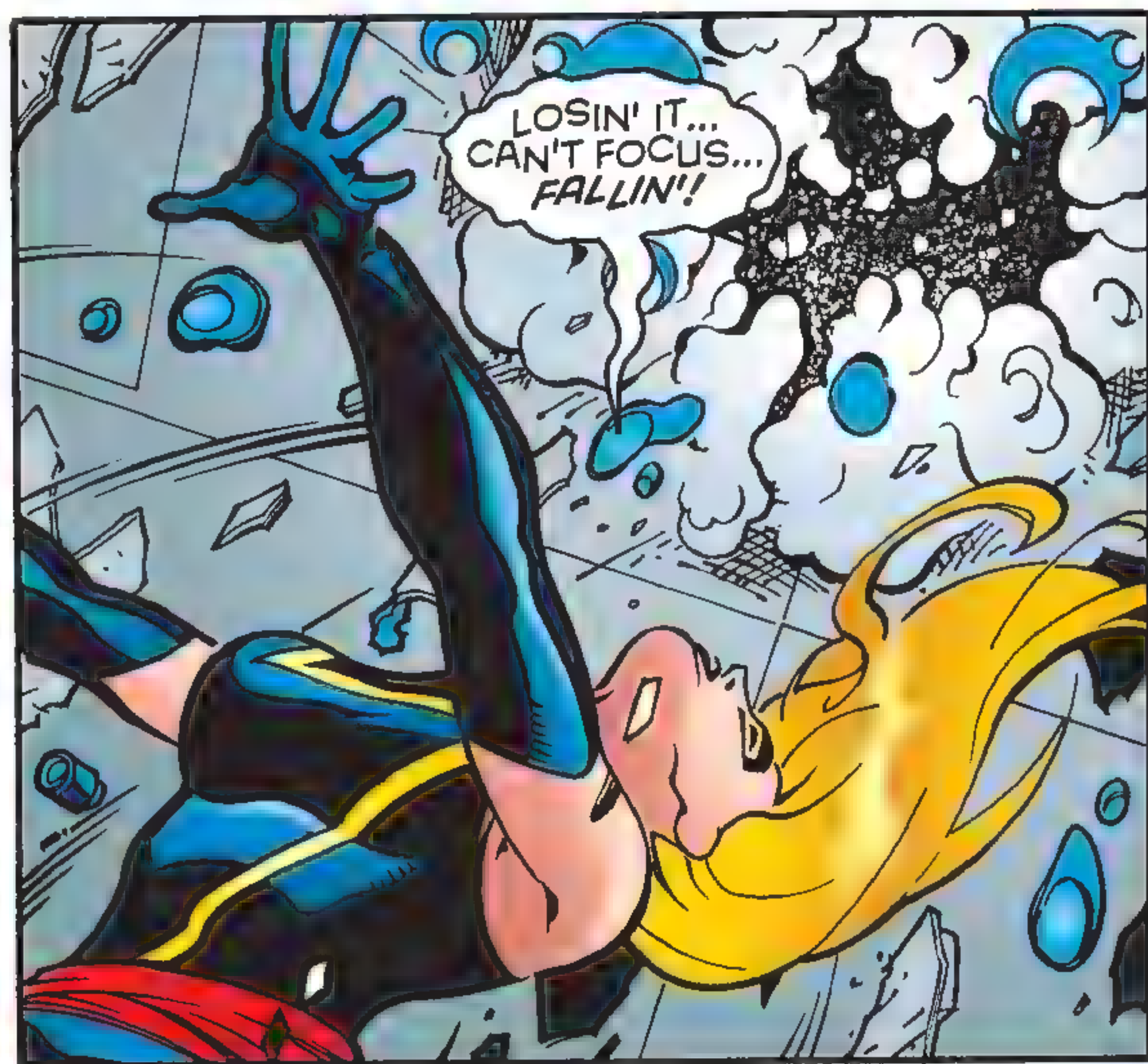
NOW
FOR THE STINKIN'
GENERATOR!

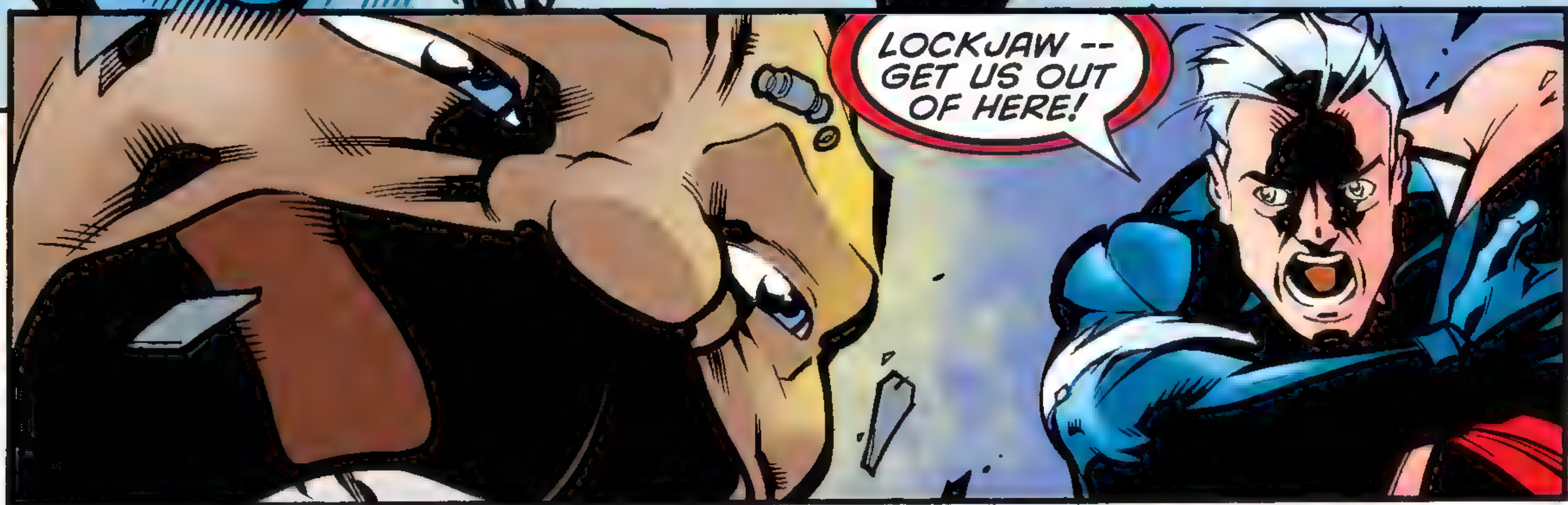
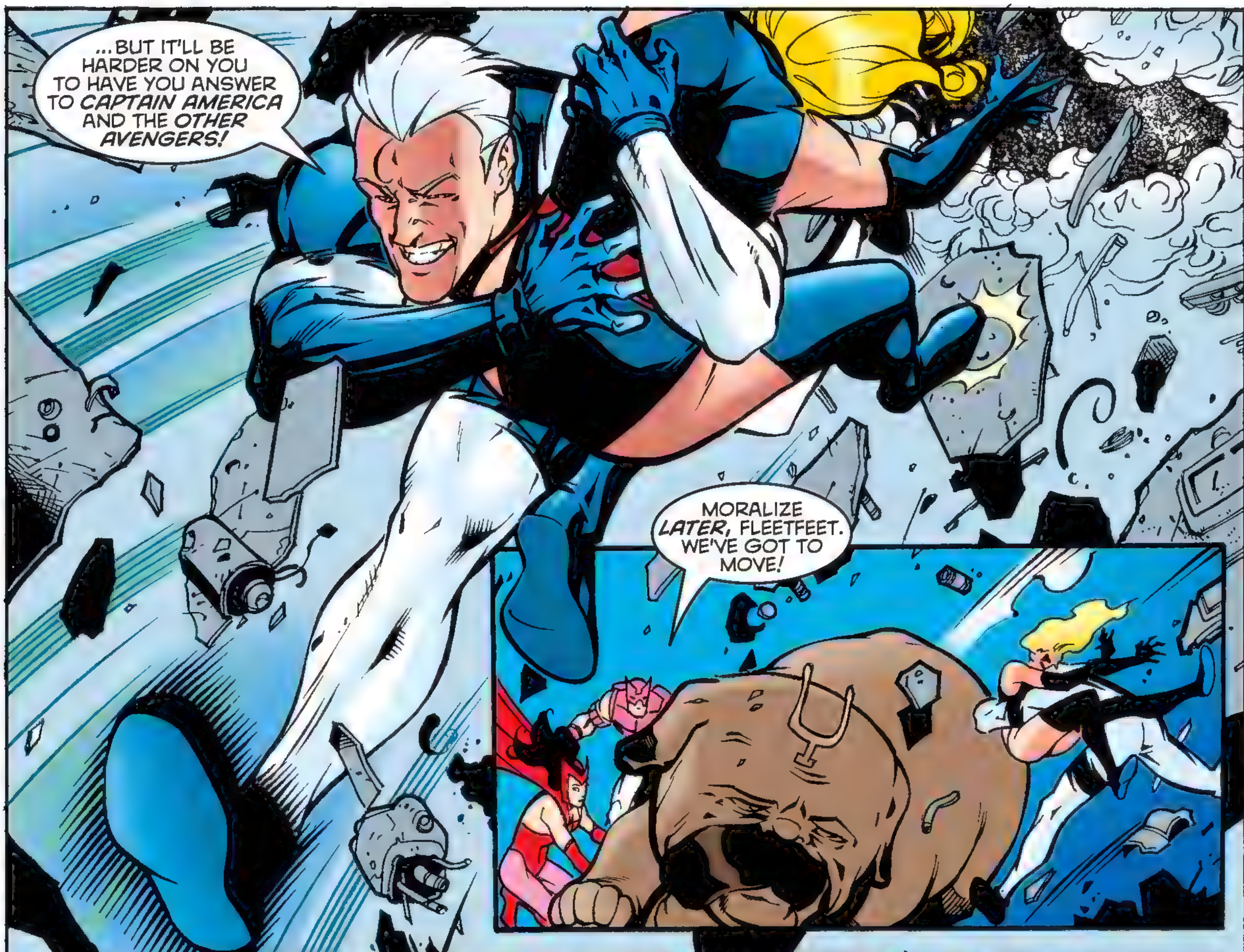


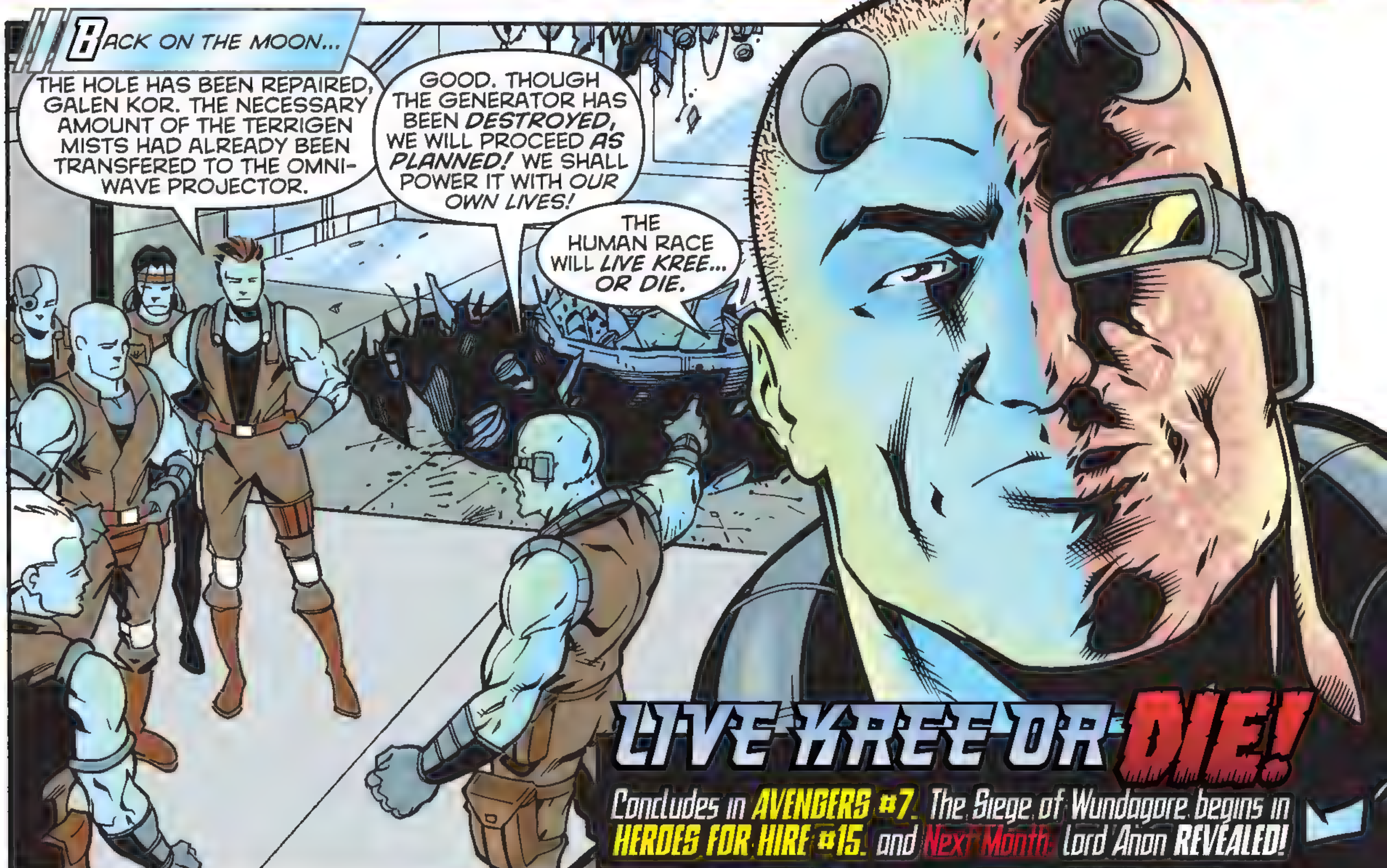
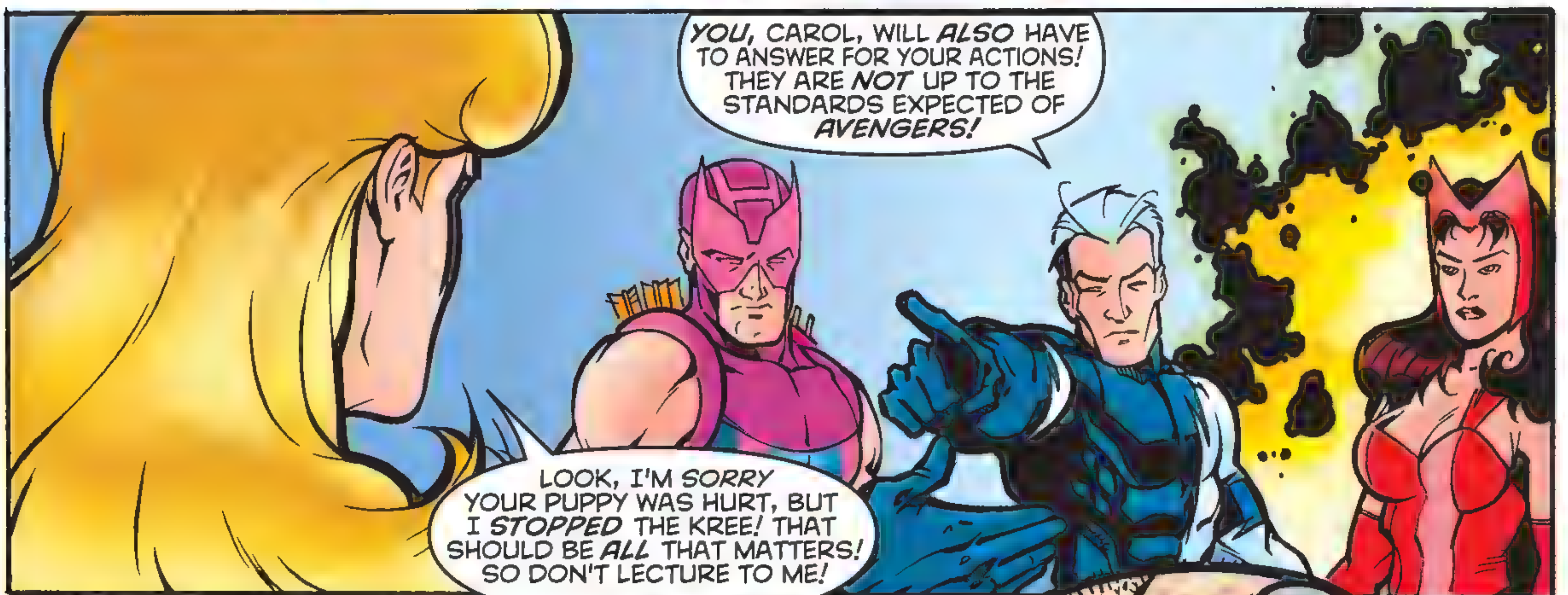
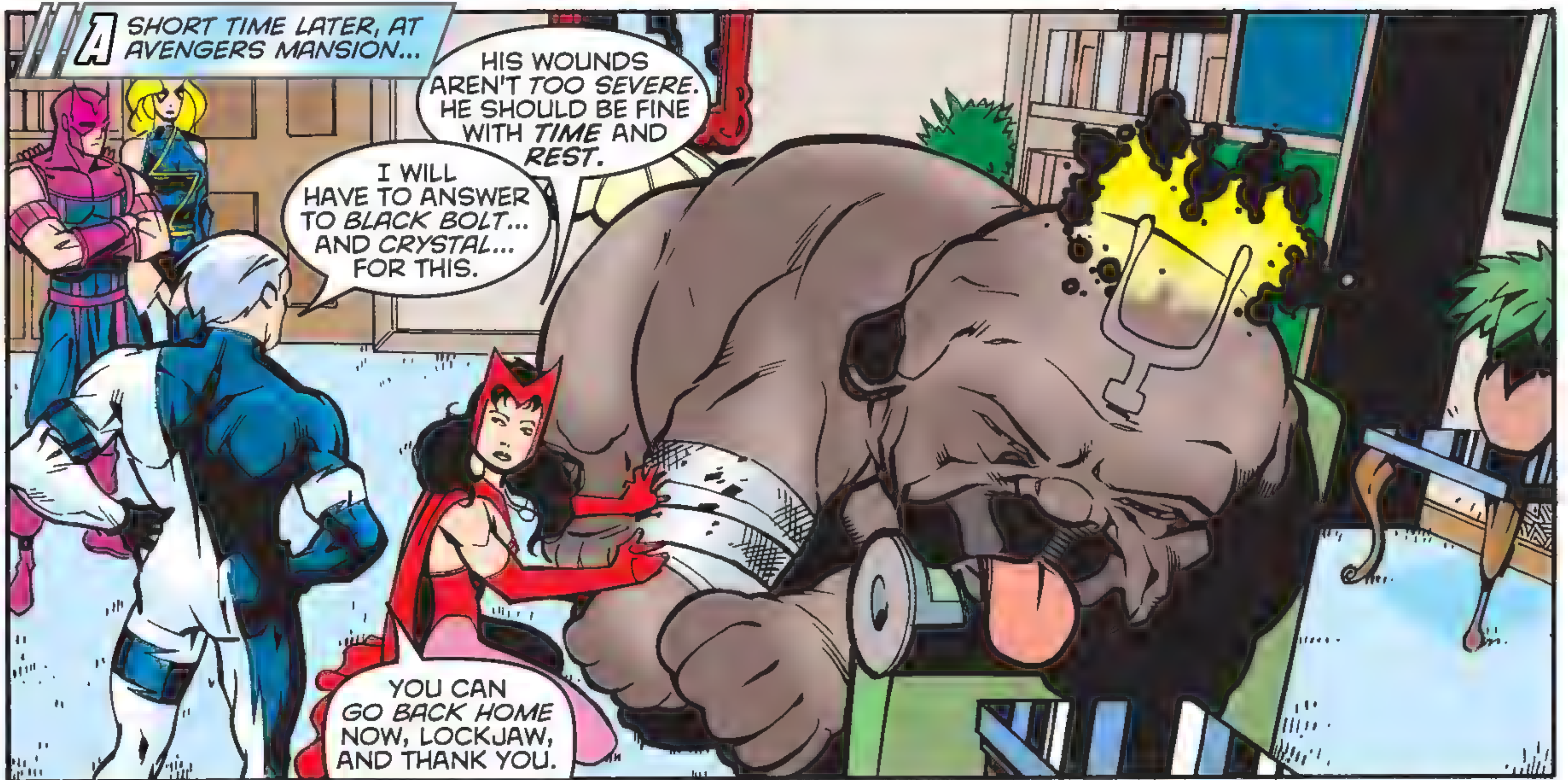
OOOF!

KRAK

BOOM







MARVEL
COMICS



AUG
#7

APPROVED
BY THE
COMICS
CODE
AUTHORITY

LIVE FREE OR DIE!

EARTH'S MIGHTIEST HEROES

the AVENGERS



BUSIEK • PÉREZ • VEY

DEEP WITHIN THE MYSTERIOUS BLUE AREA OF THE MOON --

-- THE SUPREME INTELLIGENCE -- THE LIVING COMPUTER EMBODYING THE GREATEST MINDS IN THE HISTORY OF THE ALIEN KREE -- IS NOT PLEASED.

IT DESTROYED ITS OWN EMPIRE -- TRIGGERED A NEGA-BOMB IN THE HEART OF KREE SPACE IN ORDER TO JUMP-START HIS PEOPLE'S EVOLUTION --

-- AND CAME TO EARTH TO WAIT OUT THE INCUBATION PERIOD, AND TO STUDY HUMANITY AS IT DID SO.

BUT IT WAS RESCUED, BY KREE COMMANDO GALEN KOR'S TROOPS -- AND NOW THIS SELF-STYLED "LUNATIC LEGION" SEEKS REVENGE ON EARTH --

-- SEEKS TO TURN ALL HUMANITY INTO GENETIC DUPLICATES OF THE DEAD-END KREE.



IT HAS TRIED TO STOP THEIR PLAN -- IT WAS CHILD'S PLAY TO MENTALLY CONTROL A SKRULL, TO CREATE AN ATMOSPHERE OF XENOPHOBIA ON EARTH --

-- BUT UNFORTUNATELY, GALEN KOR AND HIS MEN HAVE PROVEN TO BE INFURIATINGLY RESOURCEFUL --



HAIL, SUPREMOR! I REGRET TO REPORT ANOTHER FAILURE. THOUGH WE ESCAPED EARTH WITH THE DATA AND THE POWER WE NEEDED --

-- THE TERRAN TERRORIST SQUAD, THE AVENGERS, HAVE DESTROYED THE POWER-POD, AND NO REPLACEMENT CAN BE SECURED.*

BUT WE WILL ATONE, GREAT ONE -- AND ACHIEVE VICTORY IN YOUR NAME!

WE WILL SACRIFICE OUR LIVES, OUR VERY ESSENCES, TO FUEL THE OMNI-WAVE BROADCAST -- AND A NEW KREE EMPIRE WILL BE REBORN!



*ALL OF THE ABOVE WAS SEEN IN AVENGERS VOL 1 #347, IMPERIAL GUARD #1, IRON MAN #7, CAPTAIN AMERICA #5-8 AND QUICKSILVER #10 -- TOM.

WE GO TO OUR DEATHS WITH OUR LOVE FOR YOU ON OUR LIPS.

YOU WILL HAVE NEW SUBJECTS SOON.



NO, IT IS NOT PLEASED. NOT PLEASED AT ALL.



MEANWHILE, ON EARTH -- SPECIFICALLY, IN AVENGERS' MANSION...

I HEREBY DECLARE THIS SPECIAL TRIBUNAL OPEN. LET THE RECORD SHOW THAT THE CURRENT ROSTER OF THE AVENGERS IS PRESENT --



THE COURT

-- THOR, HAWKEYE, THE SCARLET WITCH, IRON MAN, THE VISION AND MYSELF, AS WELL AS INACTIVE MEMBER, QUICKSILVER.

MARTIAL CAROL DANVERS

LIVE FREE OR DIE!

KURT BUSIEK by GEORGE PEREZ

STEP FORWARD, WARBIRO. SERIOUS CHARGES HAVE BEEN BROUGHT AGAINST YOU, REGARDING YOUR FITNESS TO SERVE AS AN AVENGER --

-- AND THEY MUST BE ANSWERED!

AL VEE finisher
TOM SMITH colors
THE USUAL SUSPECTS
Letters
TOM BREVOORT editor
BOB HARRAS chief



DO WE HAVE TO DO THIS SO FORMALLY, CAP? I KNOW WHAT SHE'S GOING THROUGH, AND --

SHE'S LEFT US NO CHOICE, IRON MAN.

SHE'S REFUSED TO DEAL WITH THIS ANY OTHER WAY -- AND FOR HER SAKE, AND THE TEAM'S, WE HAVE TO ACT.

NOW, AS TEAM CHAIRMAN, IT WOULD ORDINARILY BE MY PLACE TO PRESIDE OVER THESE PROCEEDINGS --

-- BUT SINCE I WILL BE CALLED ON TO GIVE TESTIMONY --

-- I HEREBY TURN THE AUTHORITY TO CHAIR THIS MEETING OVER TO THOR.

MY THANKS, CAPTAIN AMERICA.

WARBIRO. ALL THOSE HERE KNOW THEE TO BE A BRAVE WARRIOR AND TRUE, BUT THOU DOST FACE MOST GRAVE CHARGES TODAY --

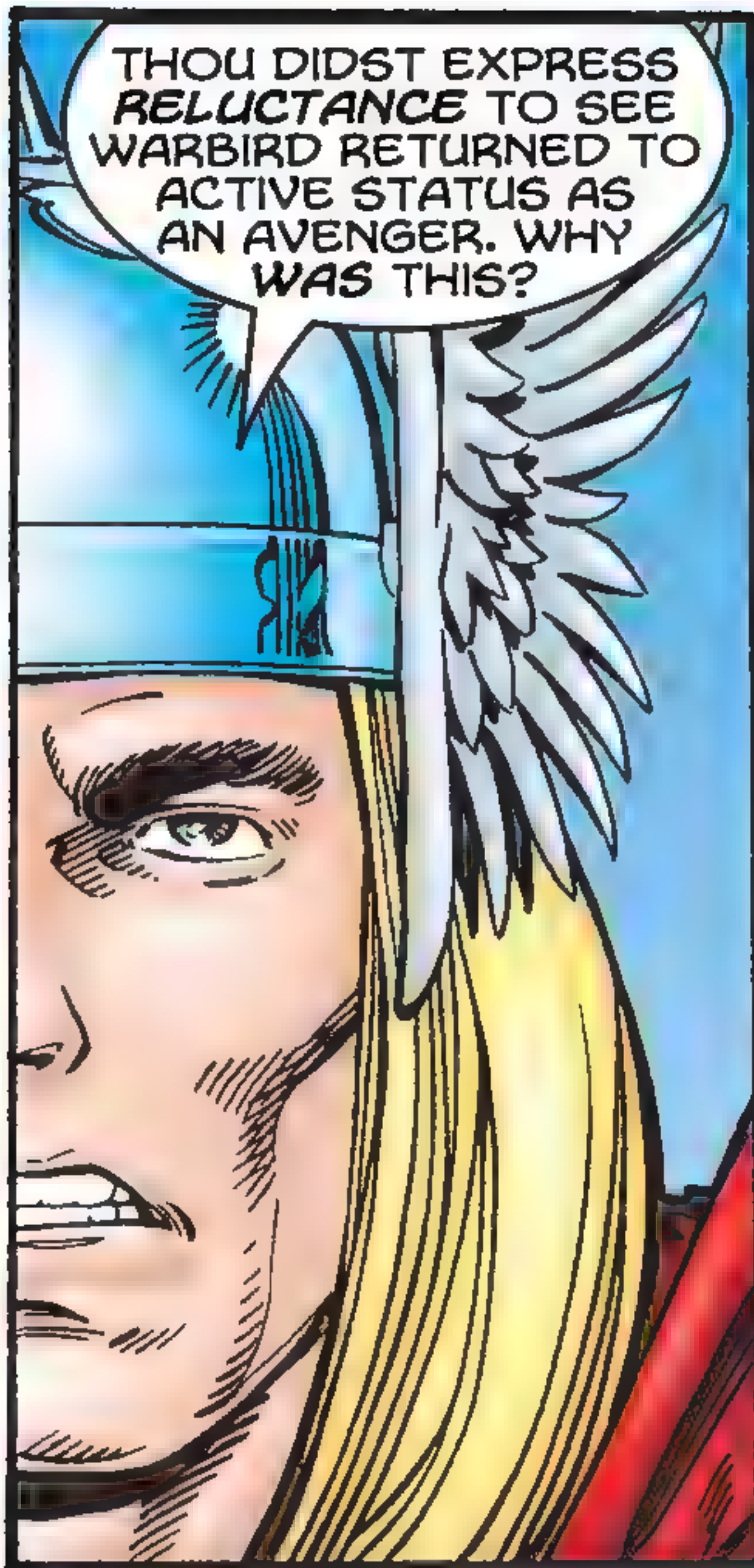
-- THAT ALCOHOLISM HATH MADE THEE DERELICT IN THY DUTIES, AND A DANGER TO THYSELF AND THY FELLOW AVENGERS.

IF THIS BE TRUE, THEN LET THY COMRADES AID THEE -- HELP THEE TO TRIUMPH OVER THIS.

VERY WELL. WE SHALL HANDLE TESTIMONY IN THIS MATTER IN CHRONOLOGICAL ORDER --

-- AND THUS, WE SHALL BEGIN WITH IRON MAN.





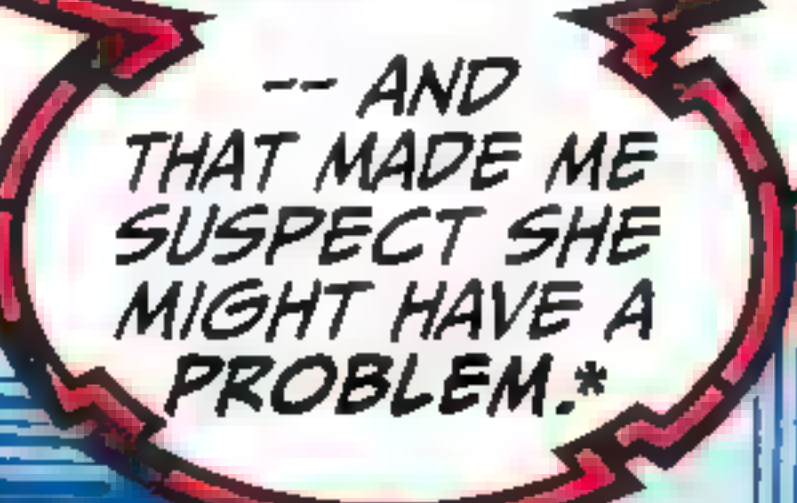
THOU DIDST EXPRESS **RELUCTANCE** TO SEE **WARBIRD** RETURNED TO **ACTIVE STATUS** AS AN **AVENGER**. WHY WAS THIS?



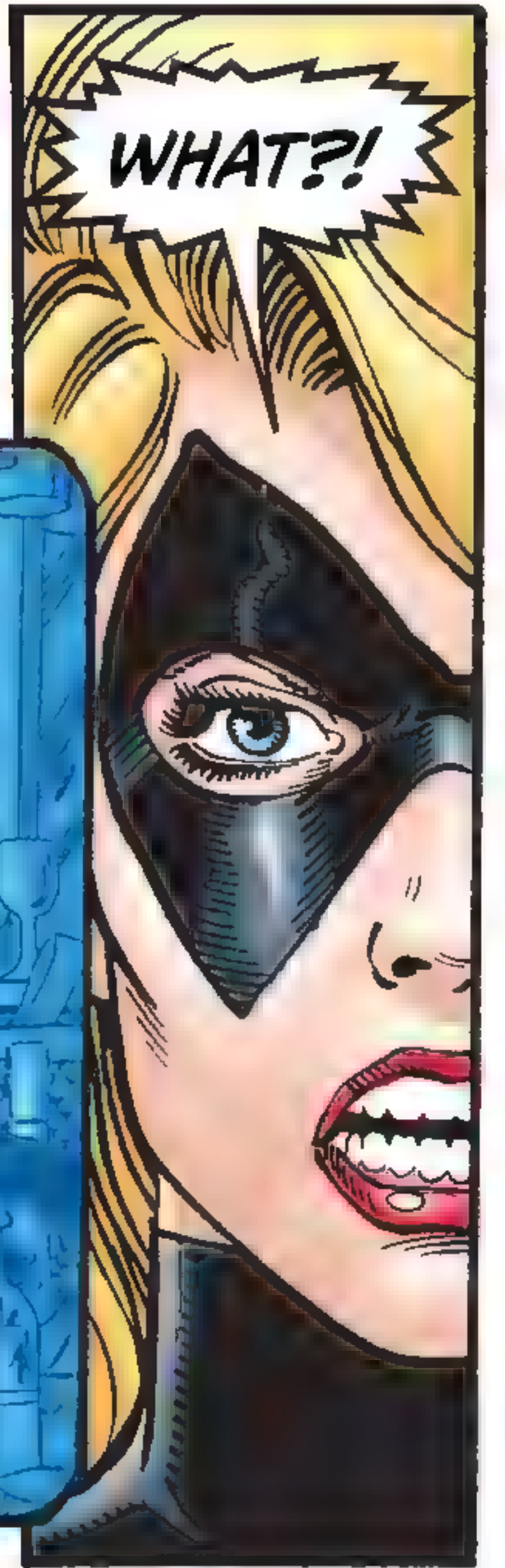
THOR, I DON'T THINK IT'S --



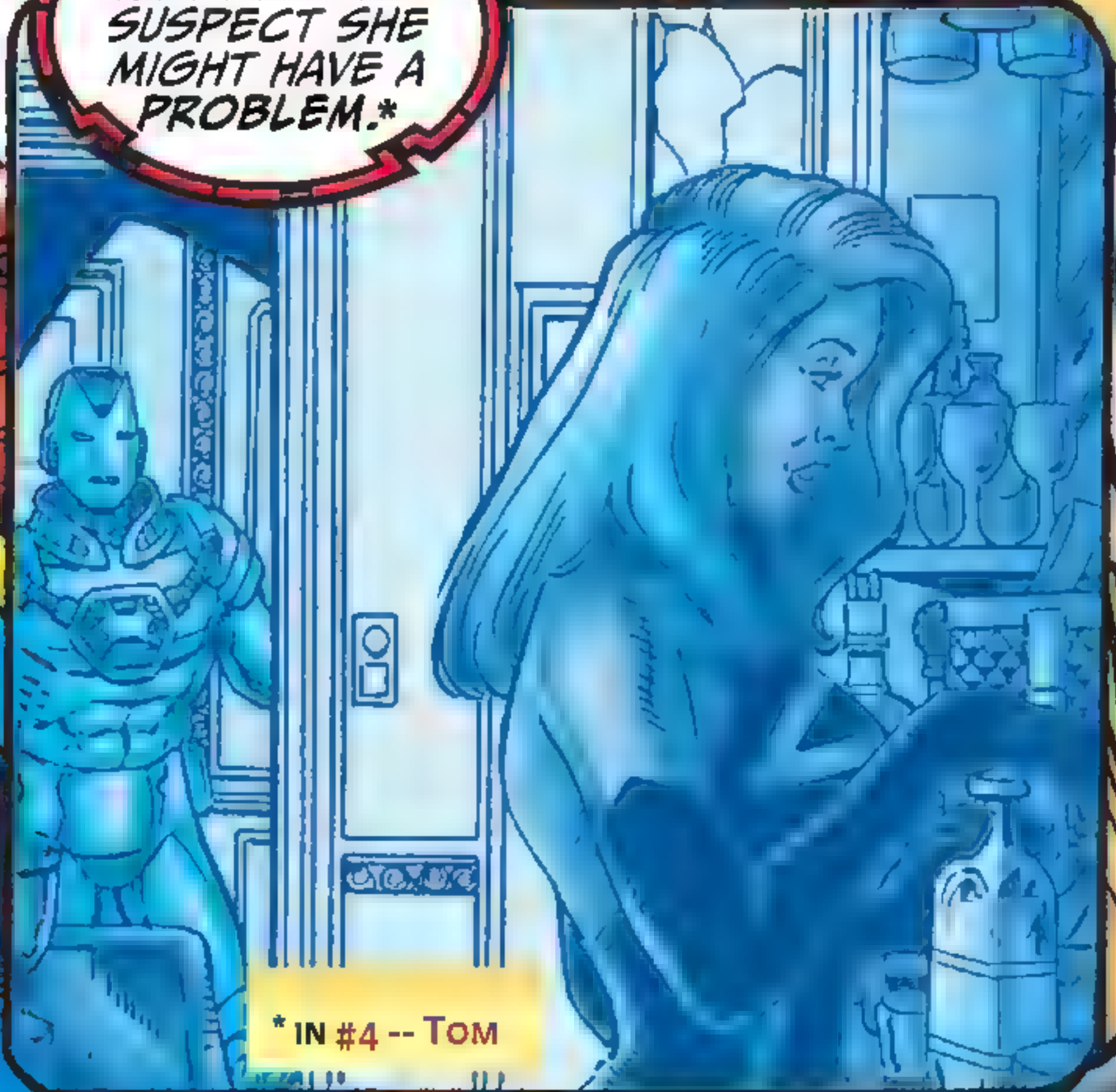
-- OH, ALL RIGHT. I SAW CAROL AT THE BAR, DURING THE ROSTER MEETING. SHE MADE AN EXCUSE, PRETENDED SHE HADN'T BEEN DRINKING --



-- AND THAT MADE ME SUSPECT SHE MIGHT HAVE A PROBLEM.*



WHAT?!

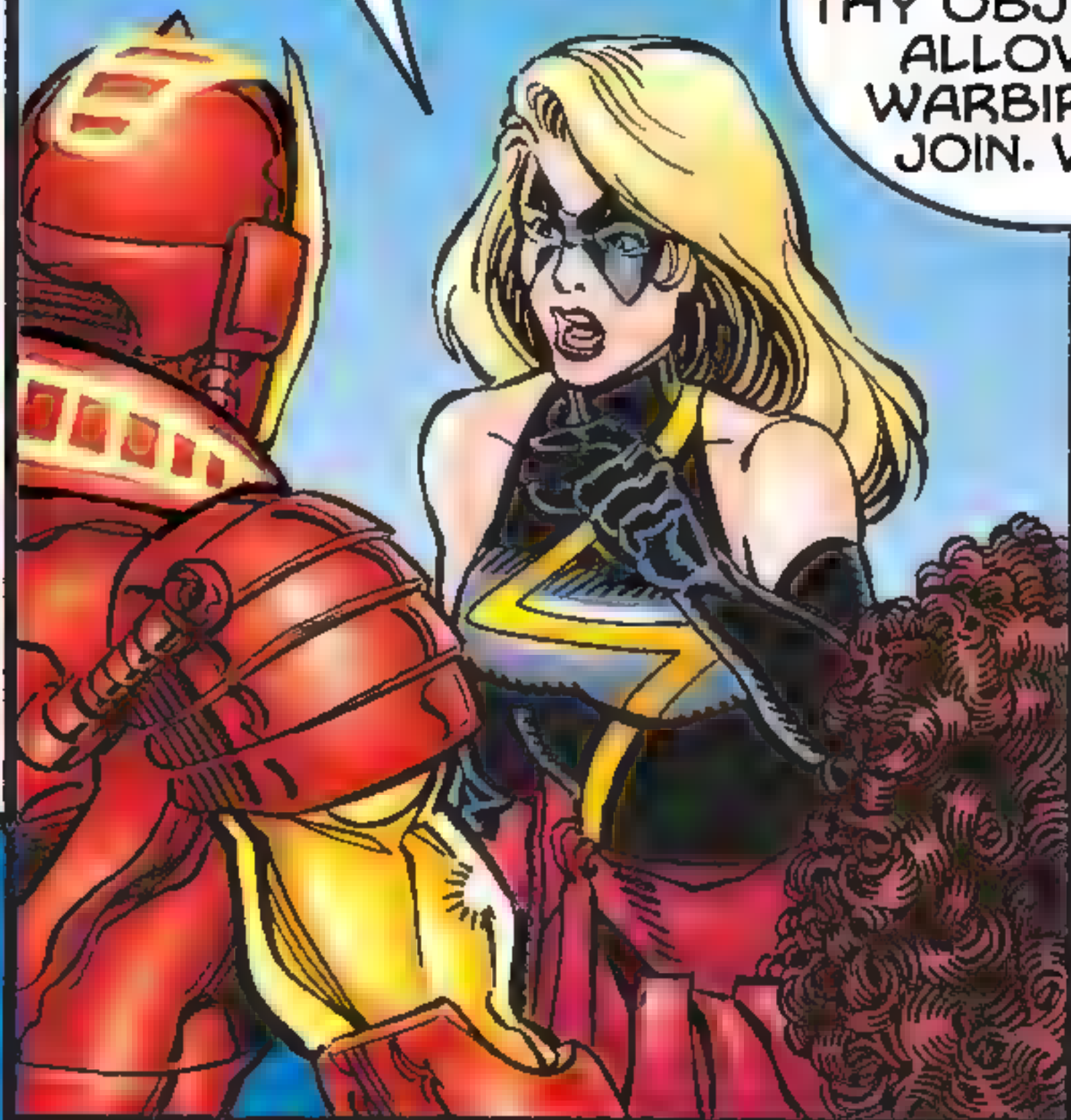


* IN #4 -- TOM

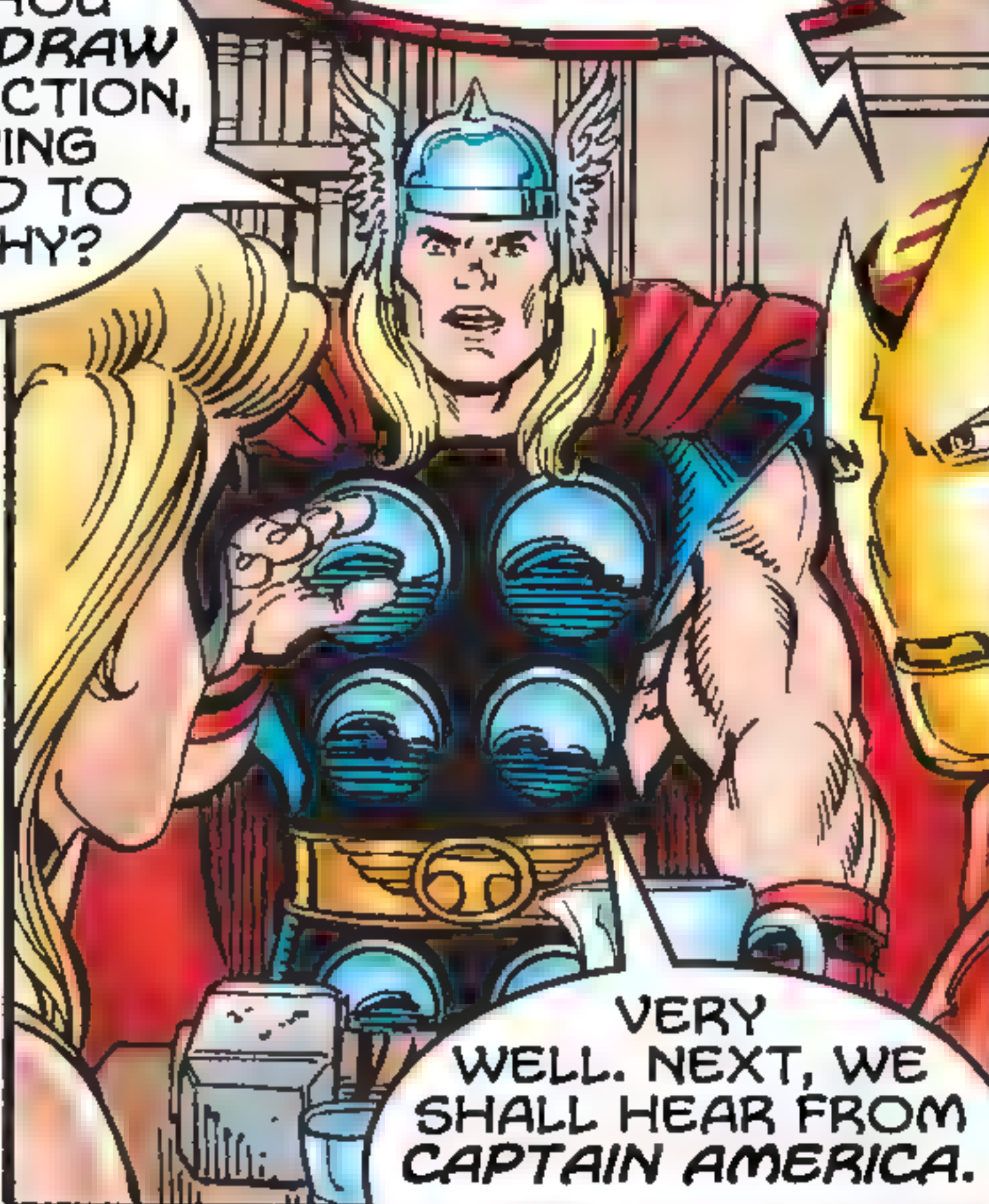
YOU MEAN YOU WERE TALKING AGAINST ME FROM THE **START** -- POISONING OTHERS AGAINST ME --

SILENCE! IT IS NOT THY TIME TO **SPEAK**.

IRON MAN. THOU DID **WITHDRAW** THY OBJECTION, ALLOWING **WARBIRD** TO JOIN. WHY?

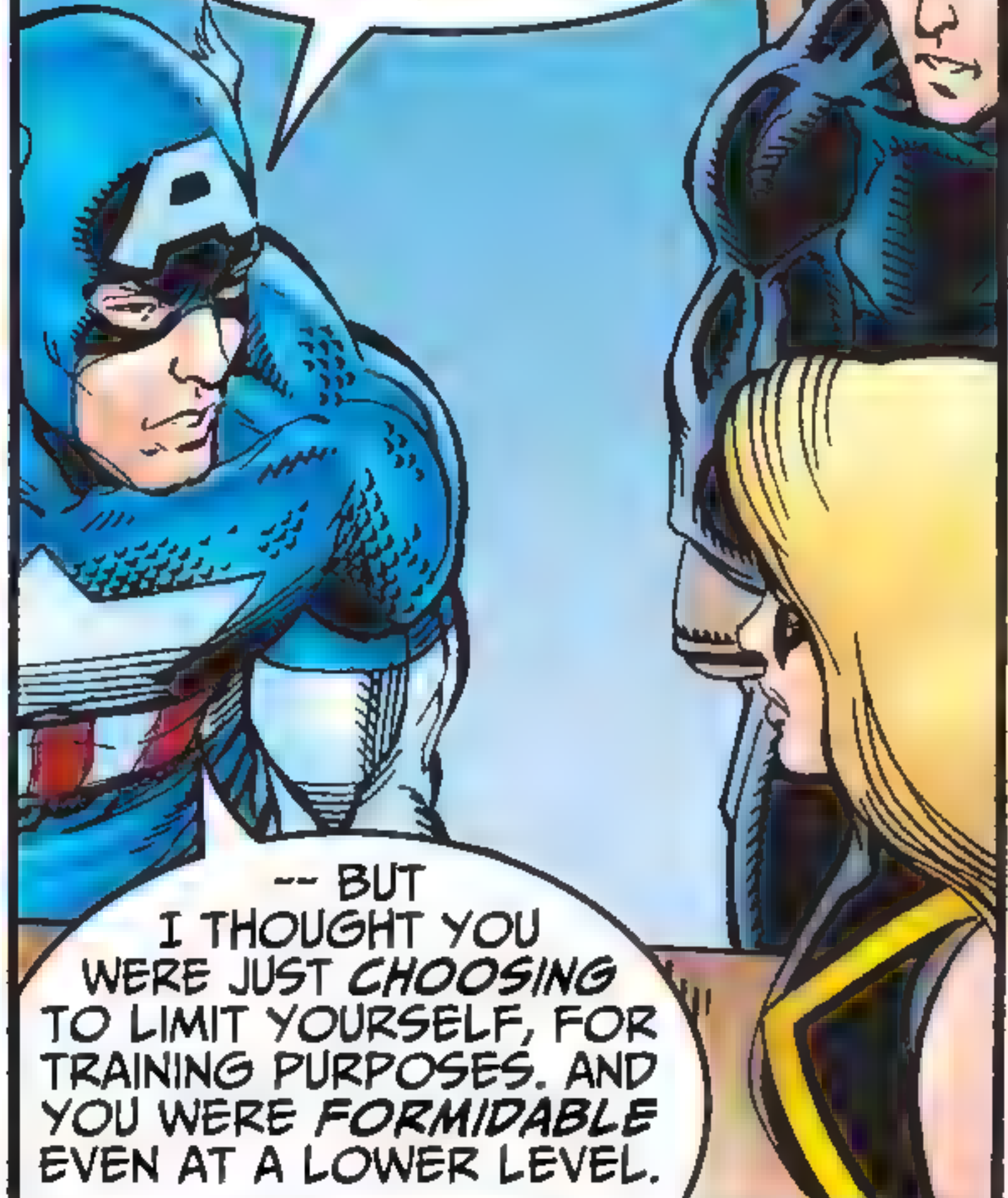


BECAUSE I DIDN'T KNOW FOR **SURE** -- AND IT WOULDN'T HAVE BEEN FAIR TO VOICE MY CONCERNS ON SUCH **FLIMSY EVIDENCE**.



VERY WELL. NEXT, WE SHALL HEAR FROM **CAPTAIN AMERICA**.

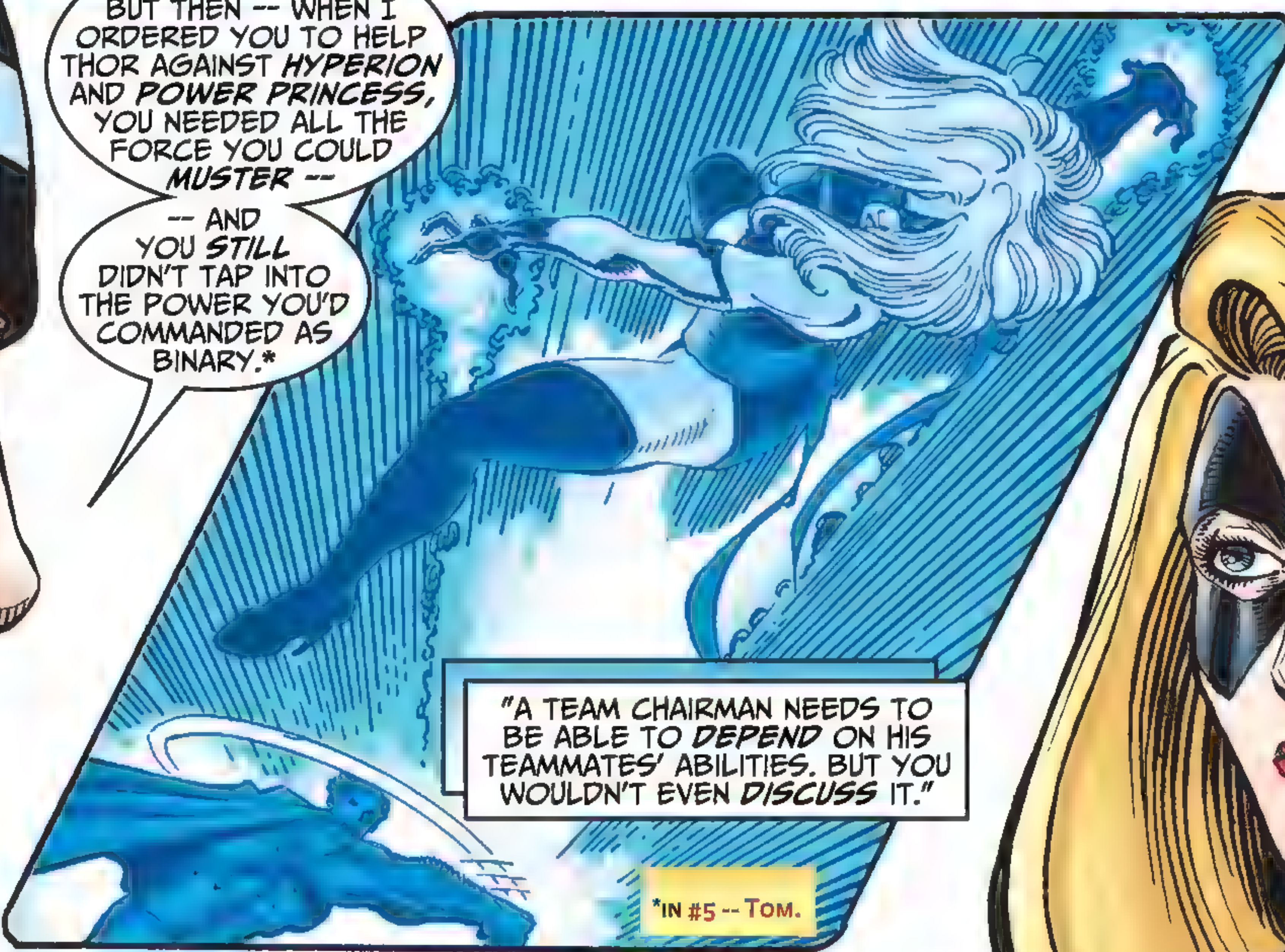
I...SHOULD HAVE NOTICED IT **BEFORE**. YOU'D OBVIOUSLY LOST A GREAT DEAL OF **POWER**, CAROL --



-- BUT I THOUGHT YOU WERE JUST **CHOOSING** TO LIMIT YOURSELF, FOR TRAINING PURPOSES. AND YOU WERE **FORMIDABLE** EVEN AT A LOWER LEVEL.

BUT THEN -- WHEN I ORDERED YOU TO HELP THOR AGAINST **HYPERION** AND **POWER PRINCESS**, YOU NEEDED ALL THE FORCE YOU COULD **MUSTER** --

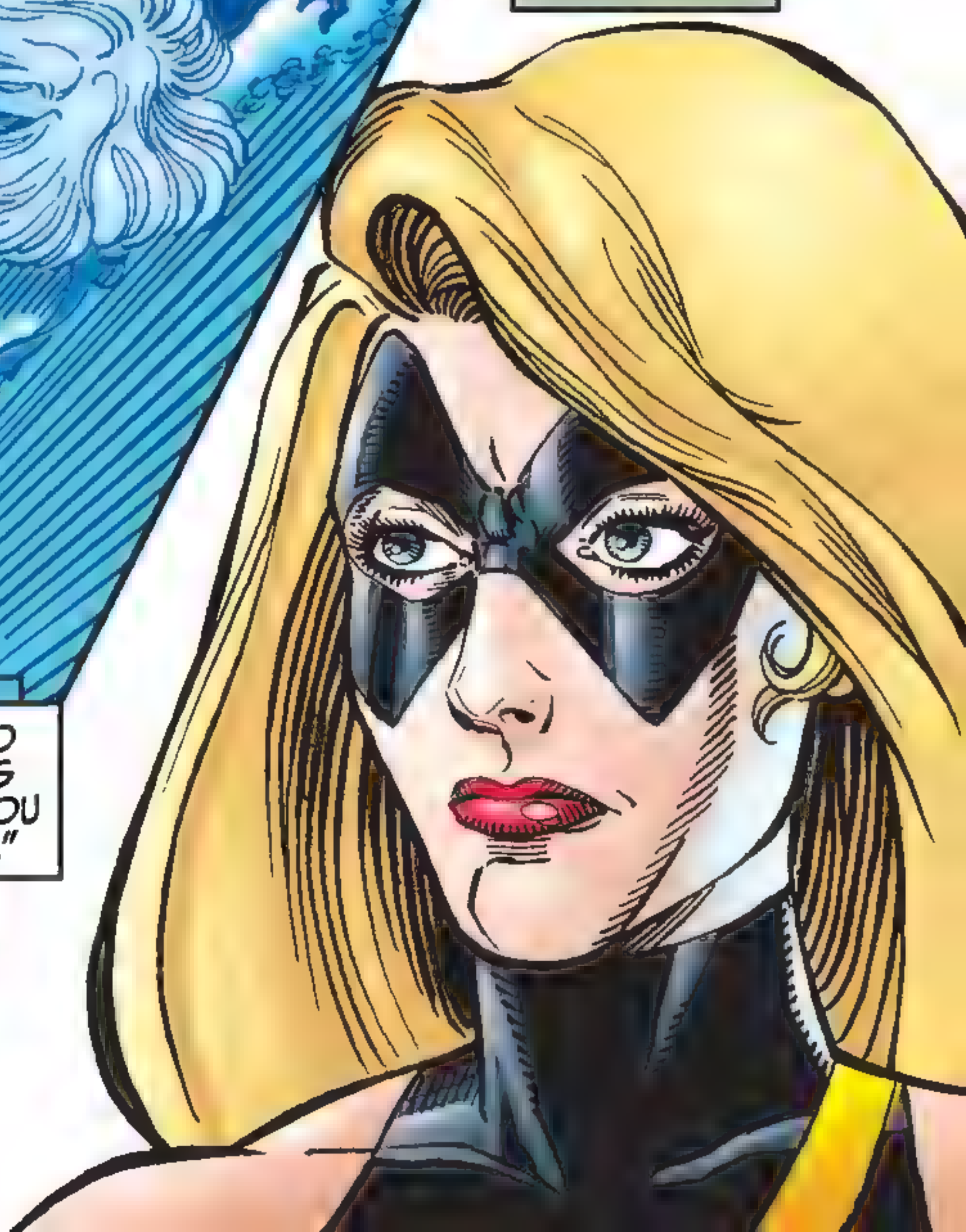
-- AND YOU **STILL** DIDN'T TAP INTO THE POWER YOU'D COMMANDED AS **BINARY**.*



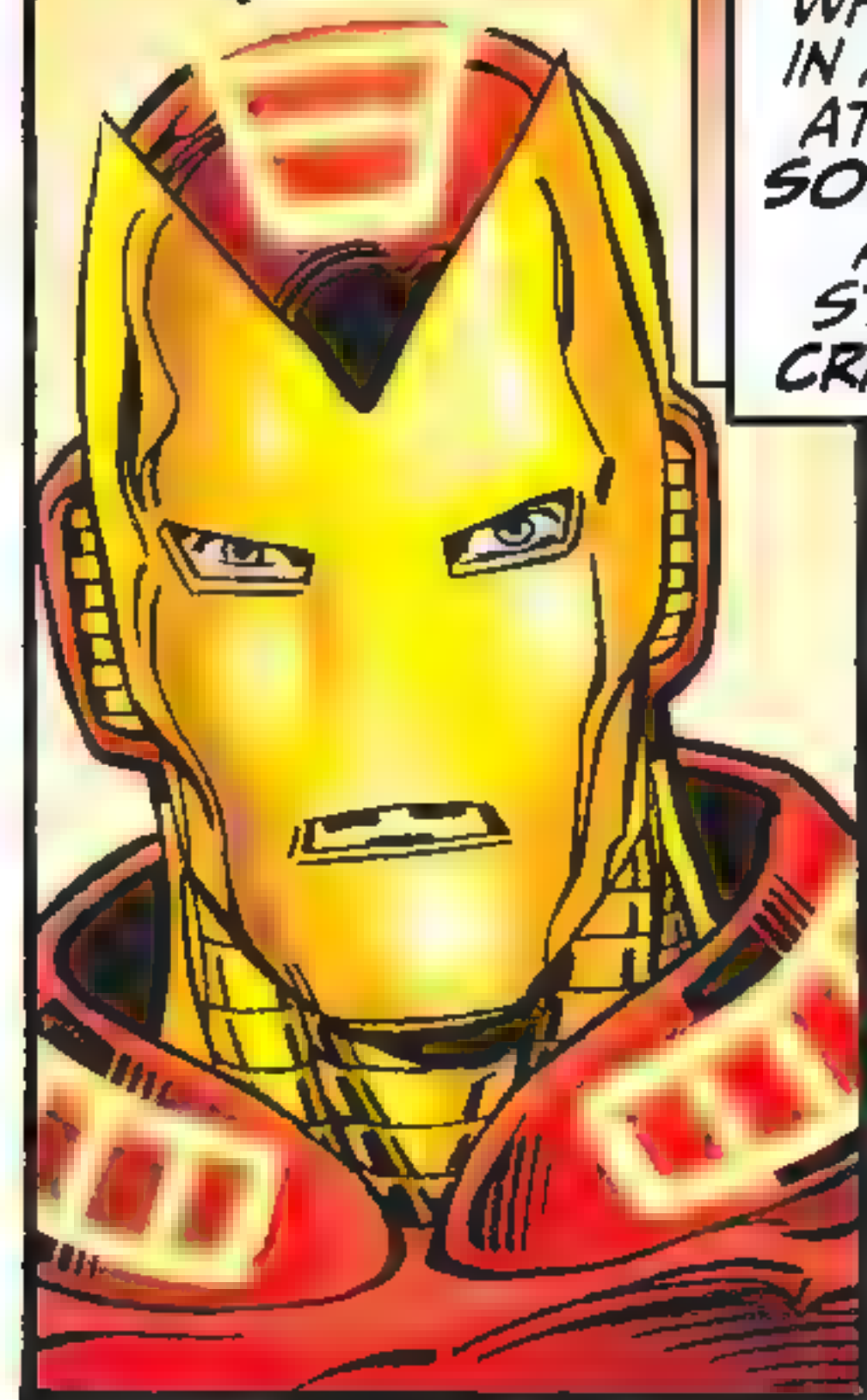
"A TEAM CHAIRMAN NEEDS TO BE ABLE TO **DEPEND** ON HIS TEAMMATES' ABILITIES. BUT YOU WOULDN'T EVEN **DISCUSS** IT."

* IN #5 -- TOM.

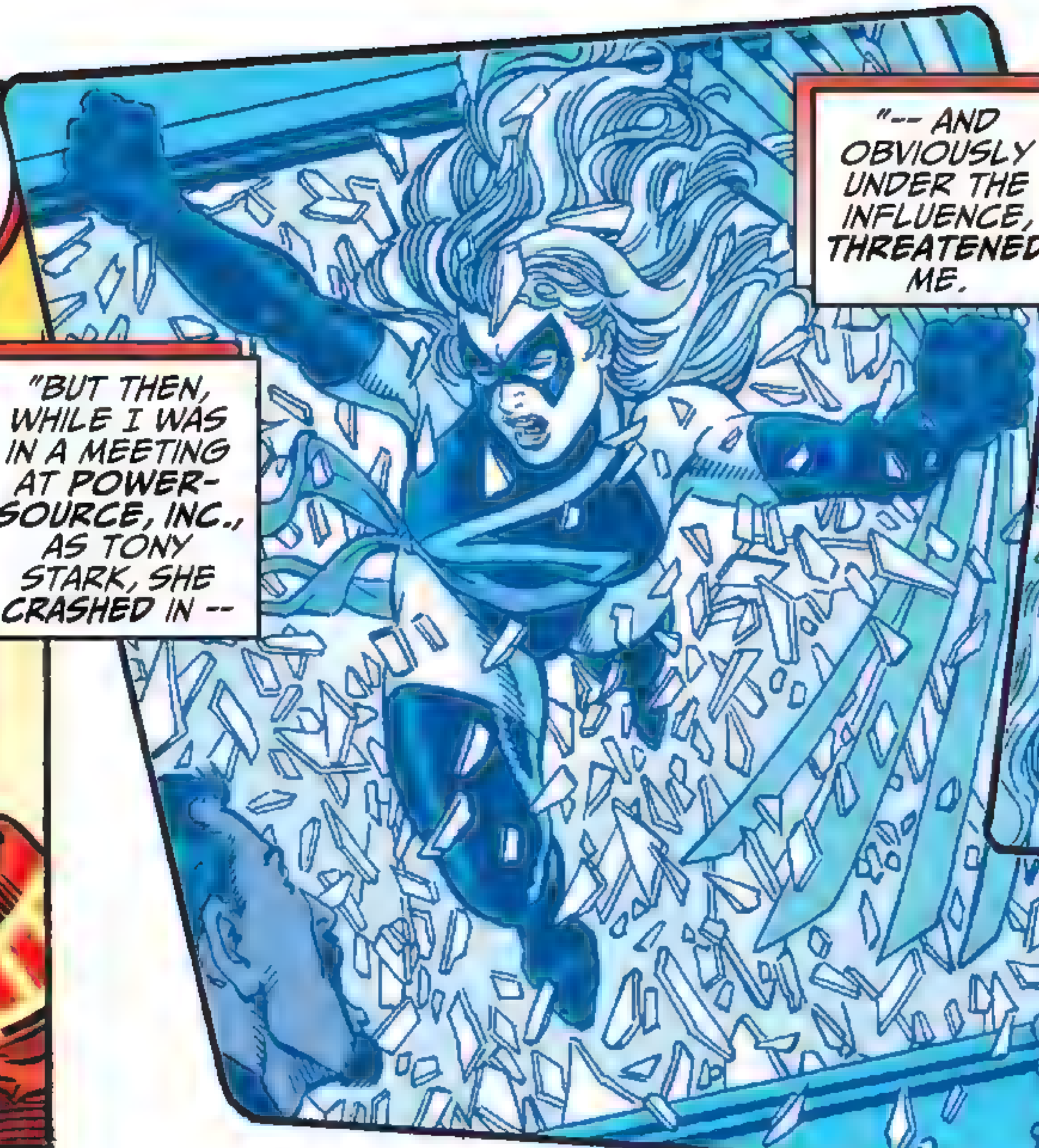
AND THE TESTIMONY GOES ON...



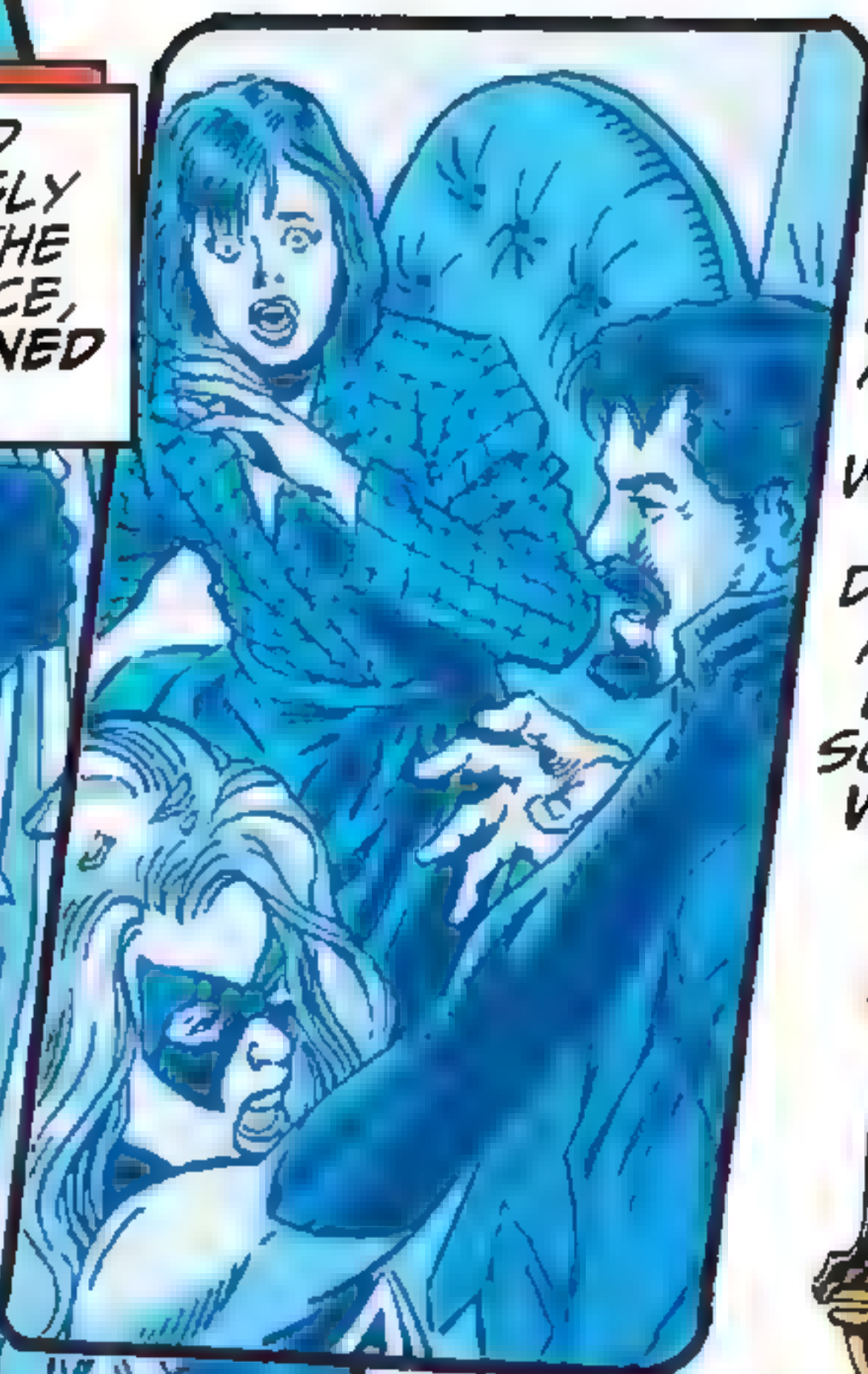
I TRIED TO TALK TO CAROL ABOUT HER PROBLEM -- BUT SHE DENIED THAT ANYTHING WAS WRONG.*



"BUT THEN, WHILE I WAS IN A MEETING AT POWER-SOURCE, INC., AS TONY STARK, SHE CRASHED IN --



"-- AND OBVIOUSLY UNDER THE INFLUENCE, THREATENED ME.



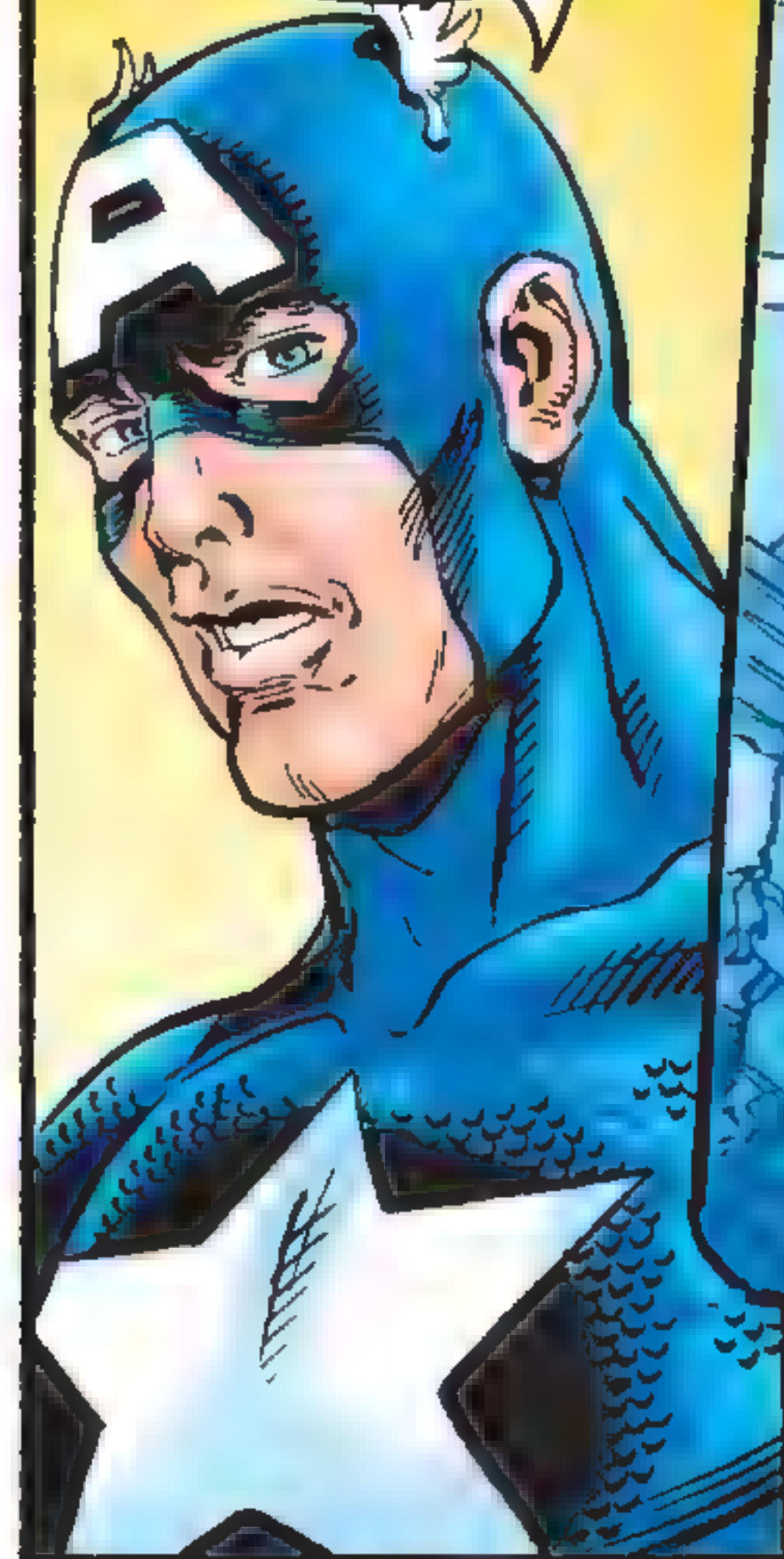
"TO HER CREDIT, THE KREE PRESENCE AT POWER-SOURCE, WHERE THEY WERE DEVELOPING A POWER UNIT FOR SOME SUPER-WEAPON --



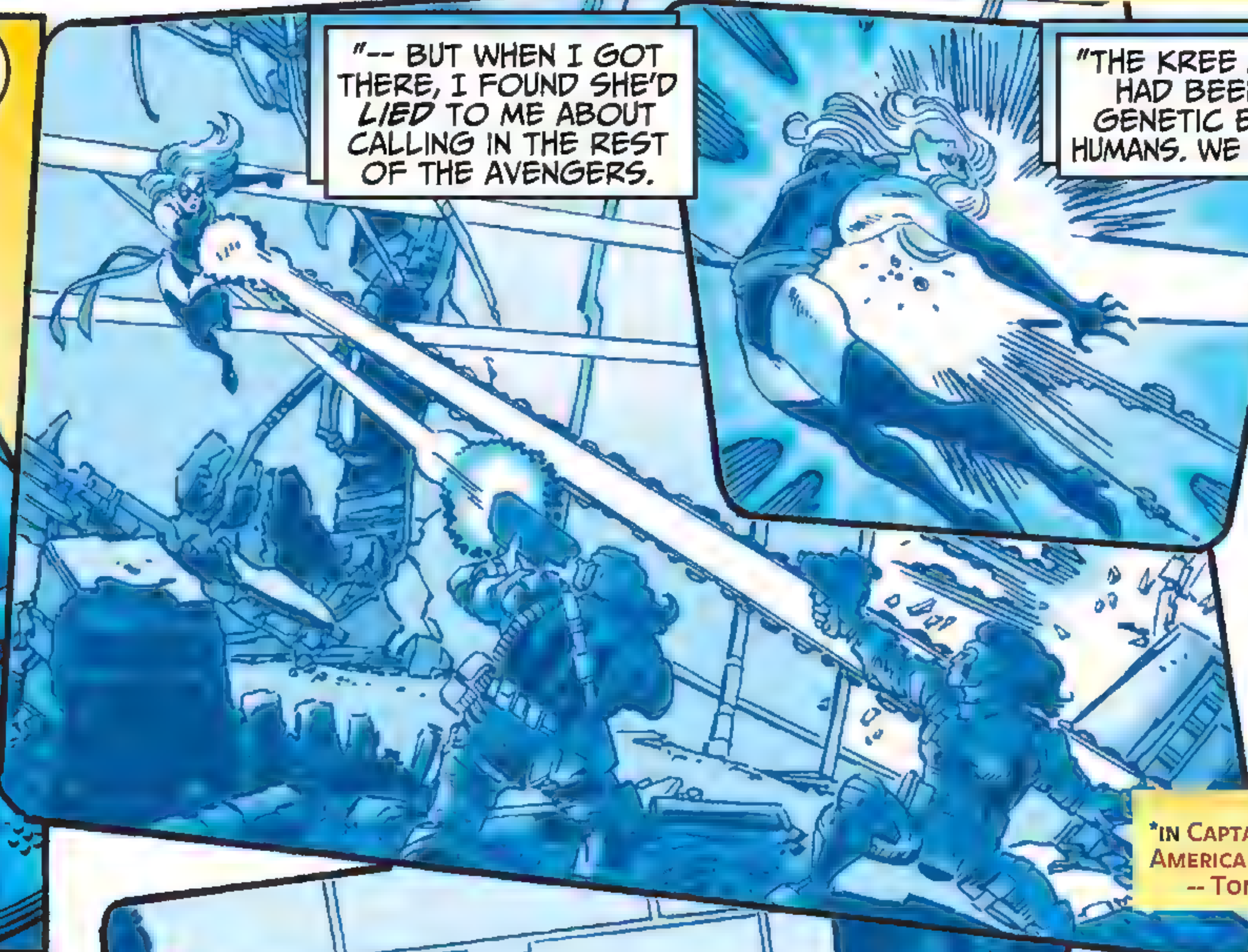
"-- WOULDN'T HAVE BEEN EXPOSED IF NOT FOR THIS."

*IN IRON MAN #7 -- TOM.

WARBIRD CALLED ME DOWN TO CAPE CANAVERAL, IN FLORIDA --*

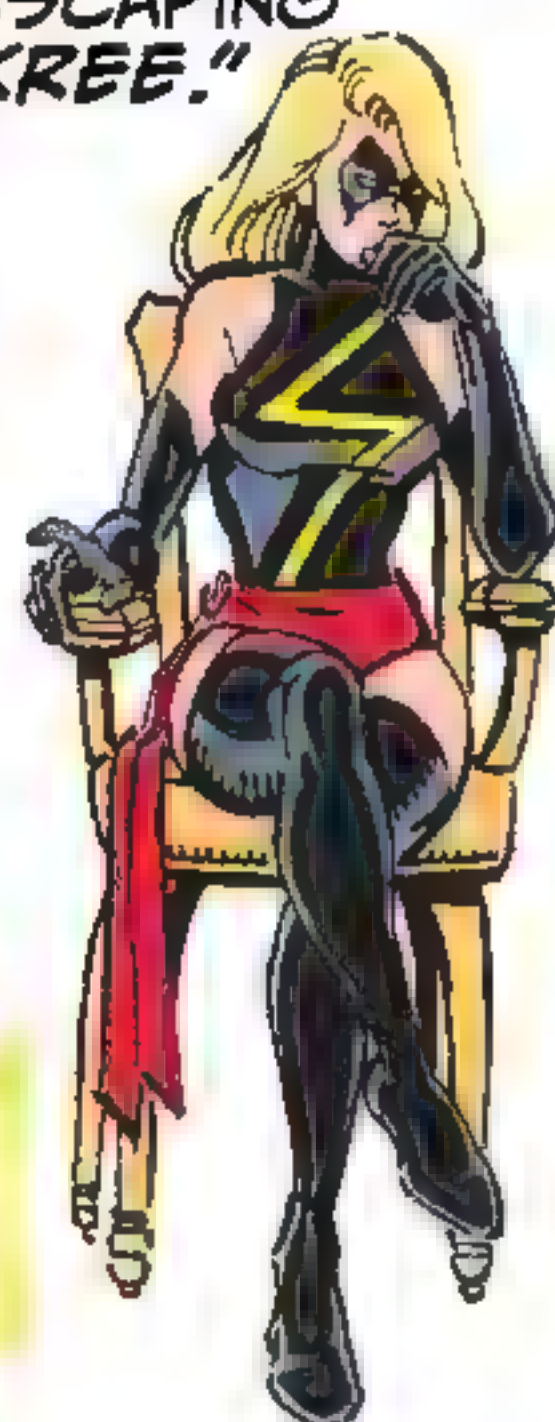


"-- BUT WHEN I GOT THERE, I FOUND SHE'D LIED TO ME ABOUT CALLING IN THE REST OF THE AVENGERS.



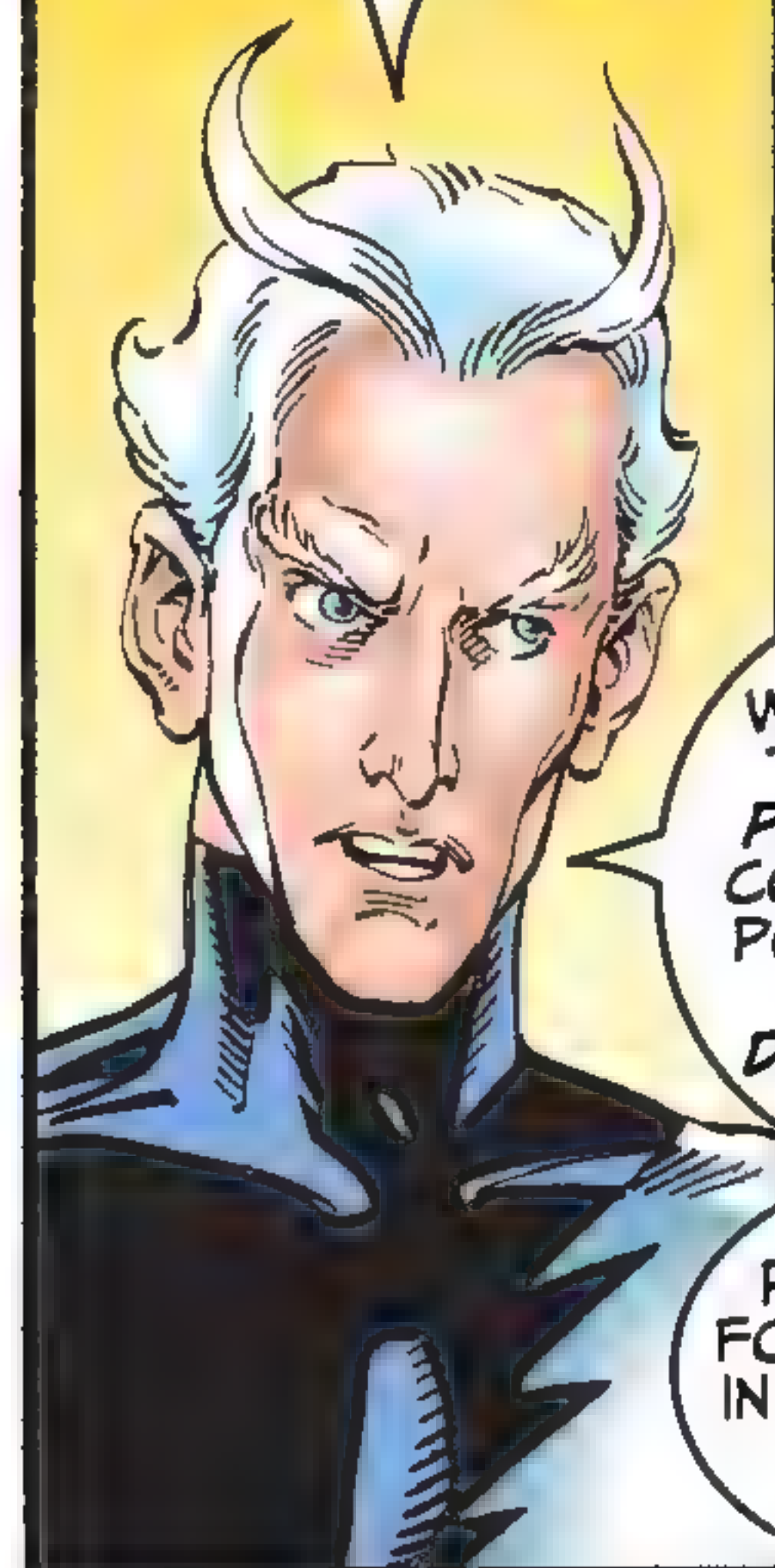
"THE KREE LUNATIC LEGION HAD BEEN PERFORMING GENETIC EXPERIMENTS ON HUMANS. WE STOPPED THEM --

"-- BUT WARBIRD DISOBEYED ORDERS, AND WAS CAPTURED BY THE ESCAPING KREE."



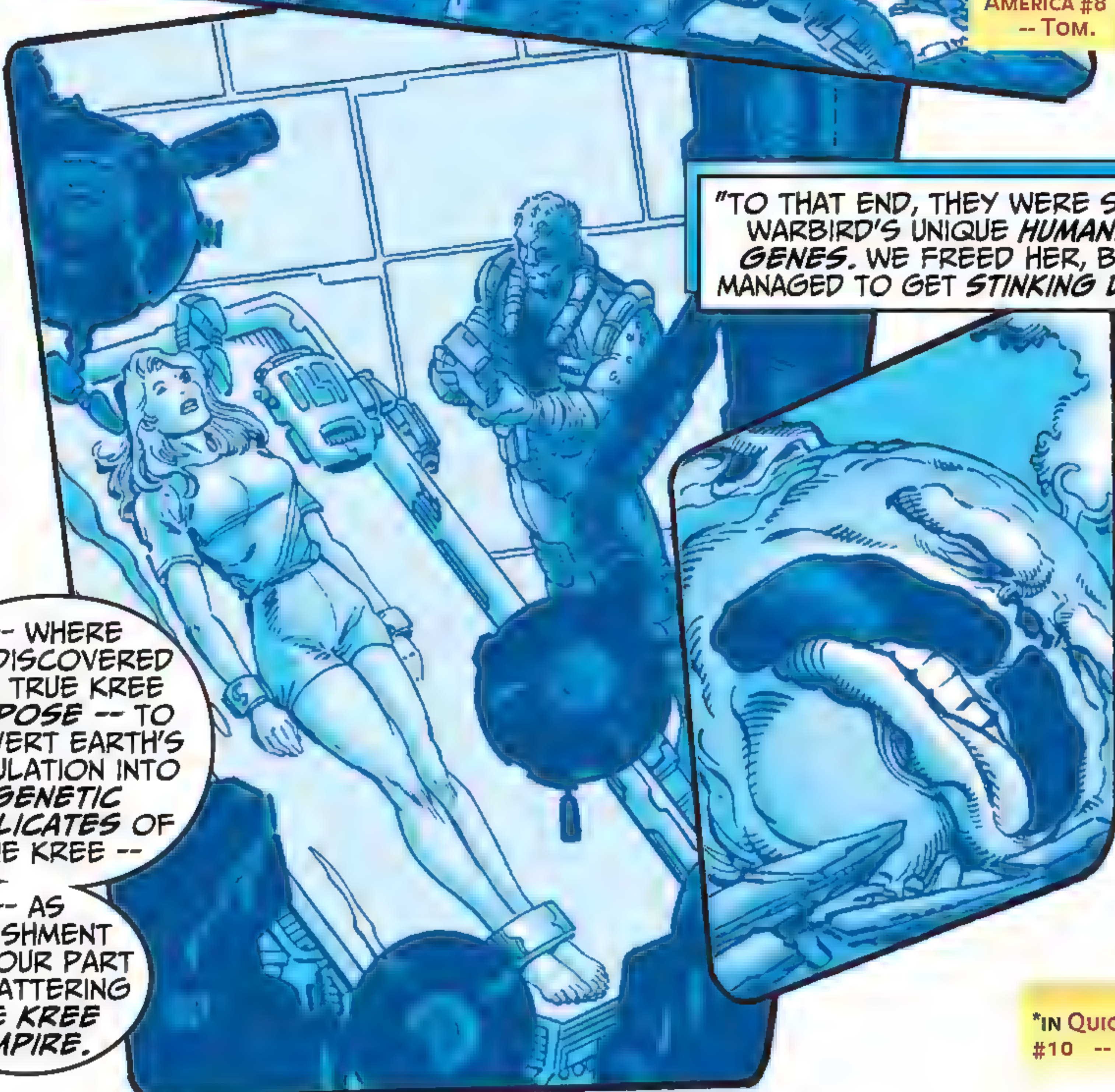
*IN CAPTAIN AMERICA #8 -- TOM.

I HAD THE INHUMANS' DOG LOCKJAW TELEPORT A RESCUE SQUAD OF AVENGERS TO THE MOON --*



-- WHERE WE DISCOVERED THE TRUE KREE PURPOSE -- TO CONVERT EARTH'S POPULATION INTO GENETIC DUPLICATES OF THE KREE --

-- AS PUNISHMENT FOR OUR PART IN SHATTERING THE KREE EMPIRE.

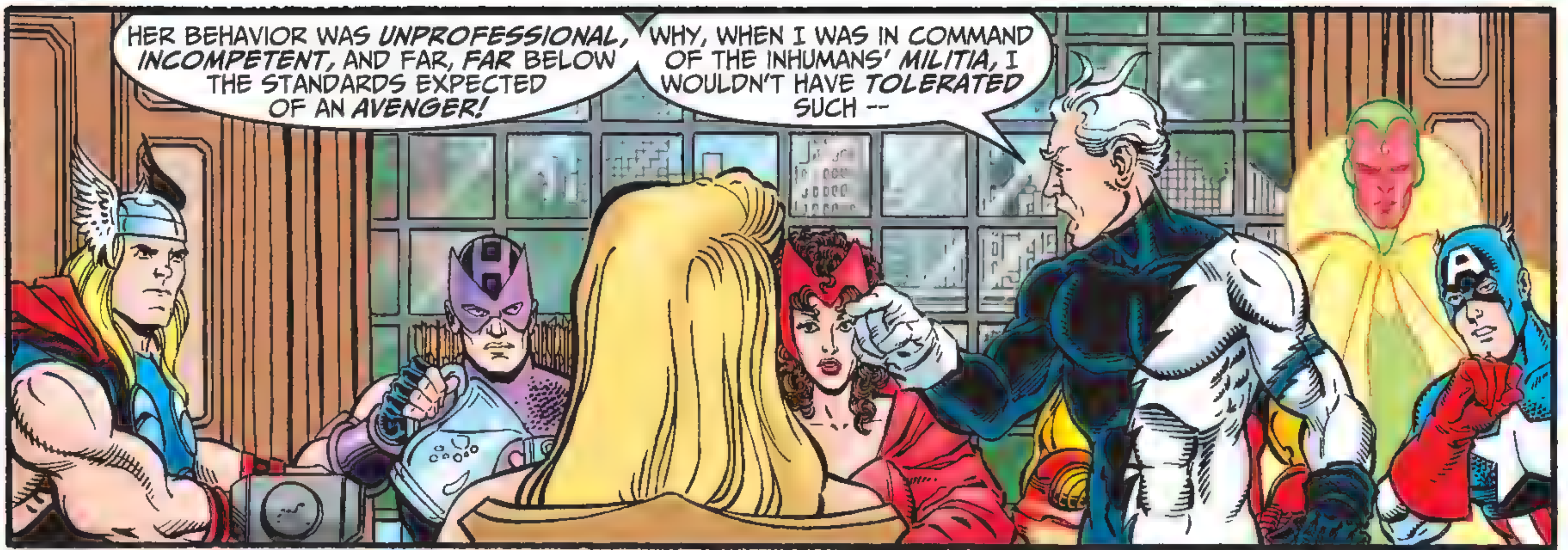


"TO THAT END, THEY WERE SCANNING WARBIRD'S UNIQUE HUMAN/KREE GENES. WE FREED HER, BUT SHE MANAGED TO GET STINKING DRUNK --

"-- ALMOST GOT US ALL KILLED, AND SERIOUSLY INJURED LOCKJAW."

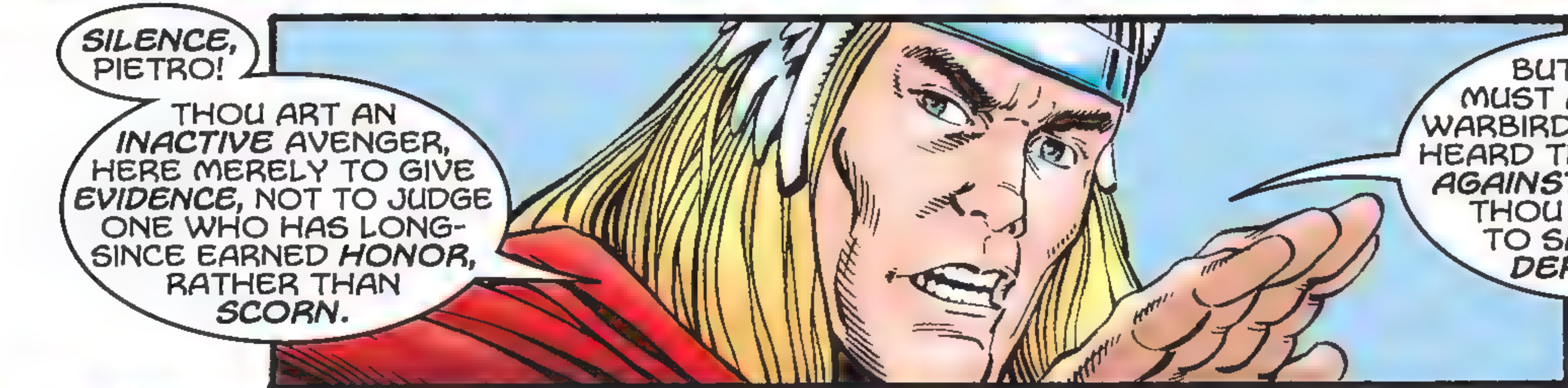


*IN QUICKSILVER #10 -- TOM.



HER BEHAVIOR WAS **UNPROFESSIONAL, INCOMPETENT, AND FAR, FAR BELOW THE STANDARDS EXPECTED OF AN AVENGER!**

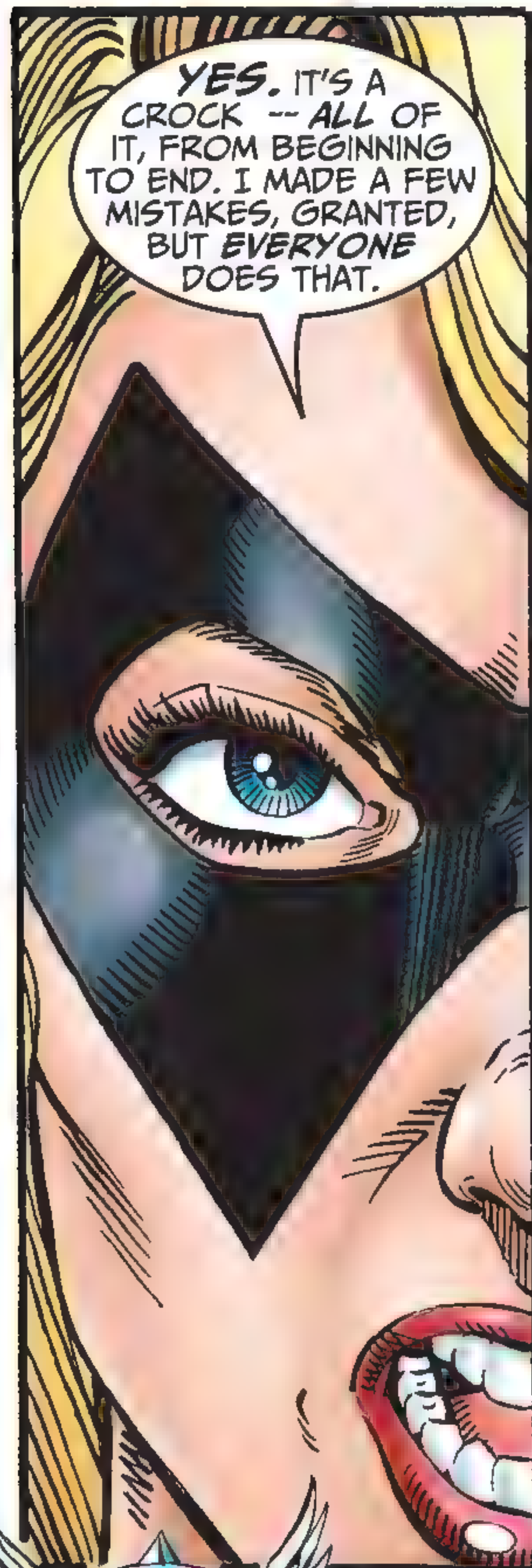
WHY, WHEN I WAS IN COMMAND OF THE INHUMANS' MILITIA, I WOULDN'T HAVE **TOLERATED** SUCH --



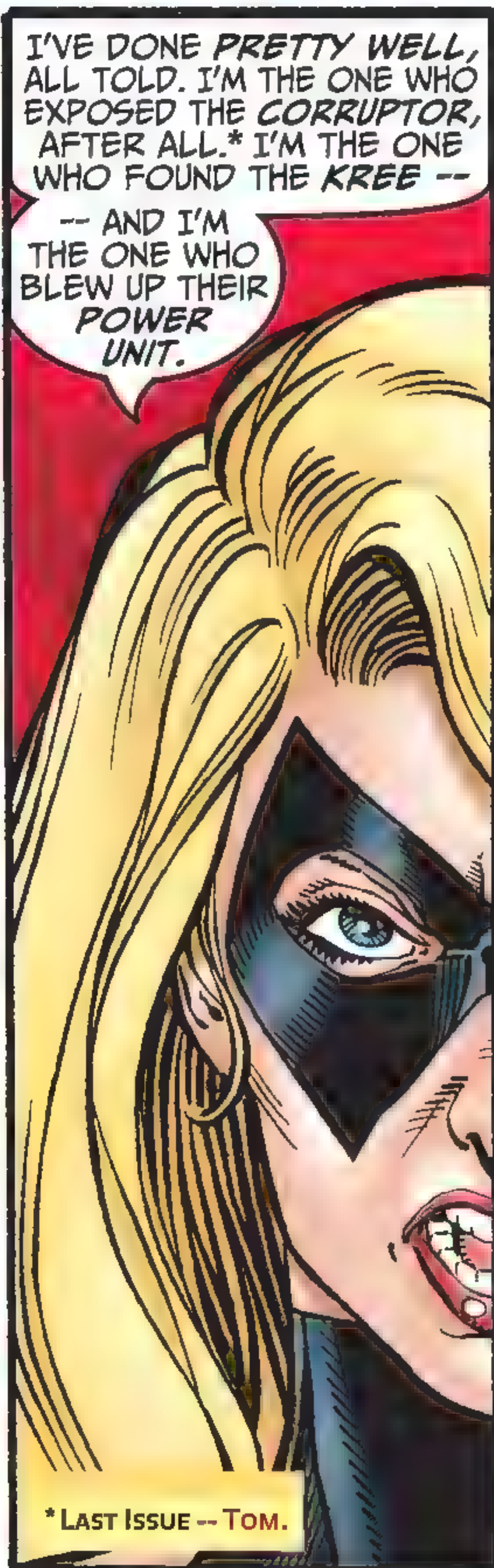
SILENCE, PIETRO!

THOU ART AN **INACTIVE AVENGER**, HERE MERELY TO GIVE EVIDENCE, NOT TO JUDGE ONE WHO HAS LONG-SINCE EARNED **HONOR**, RATHER THAN **SCORN**.

BUT NOW I MUST ASK AGAIN. **WARBIRD**, THOU HAST HEARD THE EVIDENCE **AGAINST** YOU. HAST THOU ANYTHING TO SAY IN THY **DEFENSE?**



YES. IT'S A CROCK -- **ALL** OF IT, FROM BEGINNING TO END. I MADE A FEW MISTAKES, GRANTED, BUT **EVERYONE** DOES THAT.



I'VE DONE **PRETTY WELL**, ALL TOLD. I'M THE ONE WHO EXPOSED THE **CORRUPTOR**, AFTER ALL. * I'M THE ONE WHO FOUND THE **KREE** --

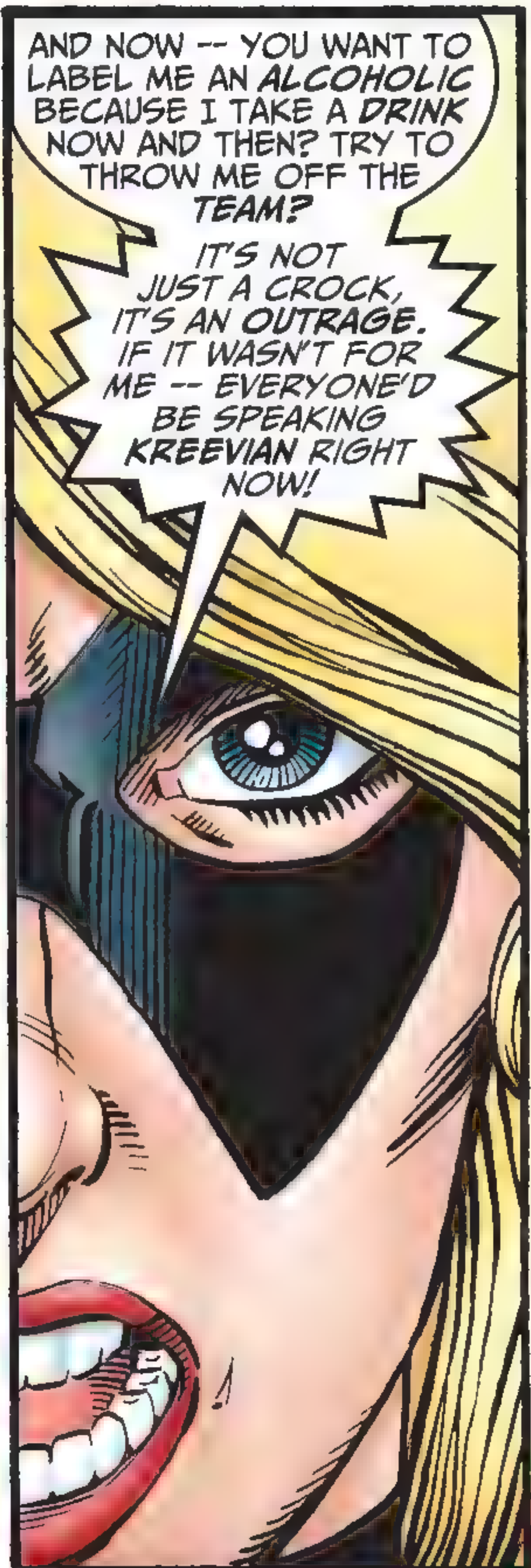
-- AND I'M THE ONE WHO BLEW UP THEIR **POWER UNIT**.

* LAST ISSUE -- TOM.



OKAY, SO I SHOULDN'T HAVE HIDDEN MY **POWER LOSS** -- BUT I'D ALREADY LOST MY **PAST**, MY **FAMILY**, MY **FRIENDS** -- I'D LOST THE **STARS** --

-- I DIDN'T WANT TO RISK LOSING MY **AVENGERS MEMBERSHIP** AS WELL.



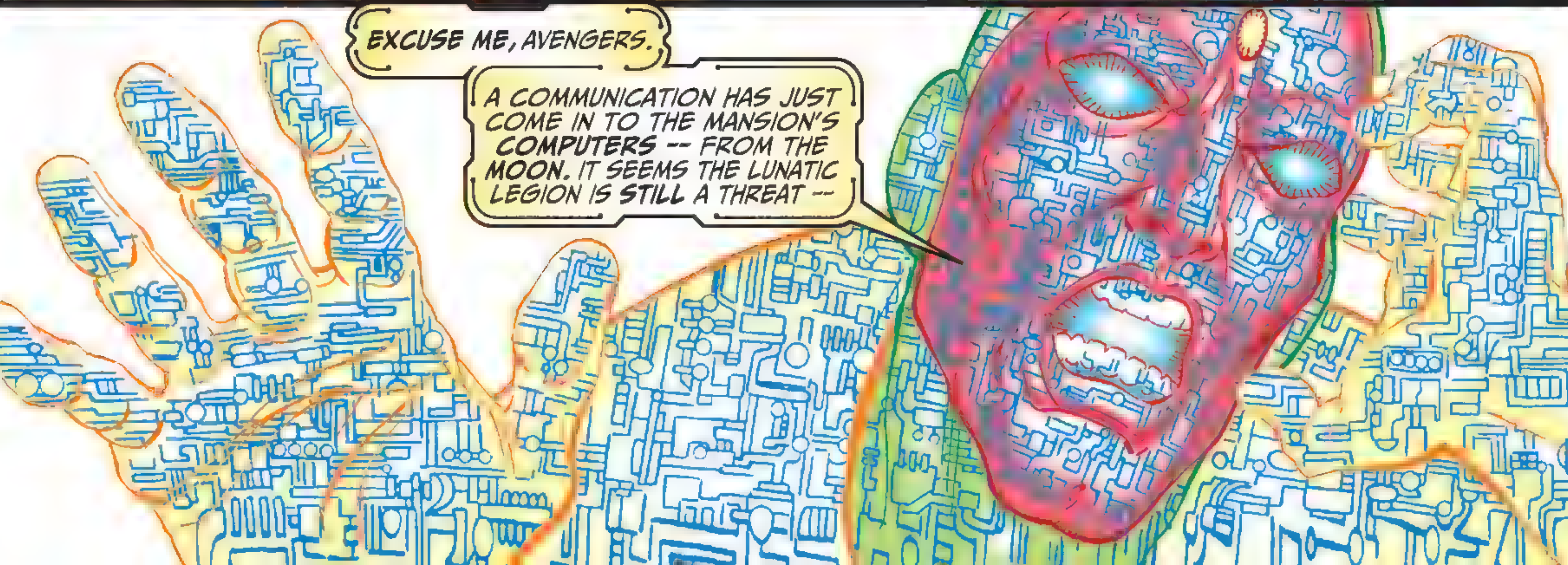
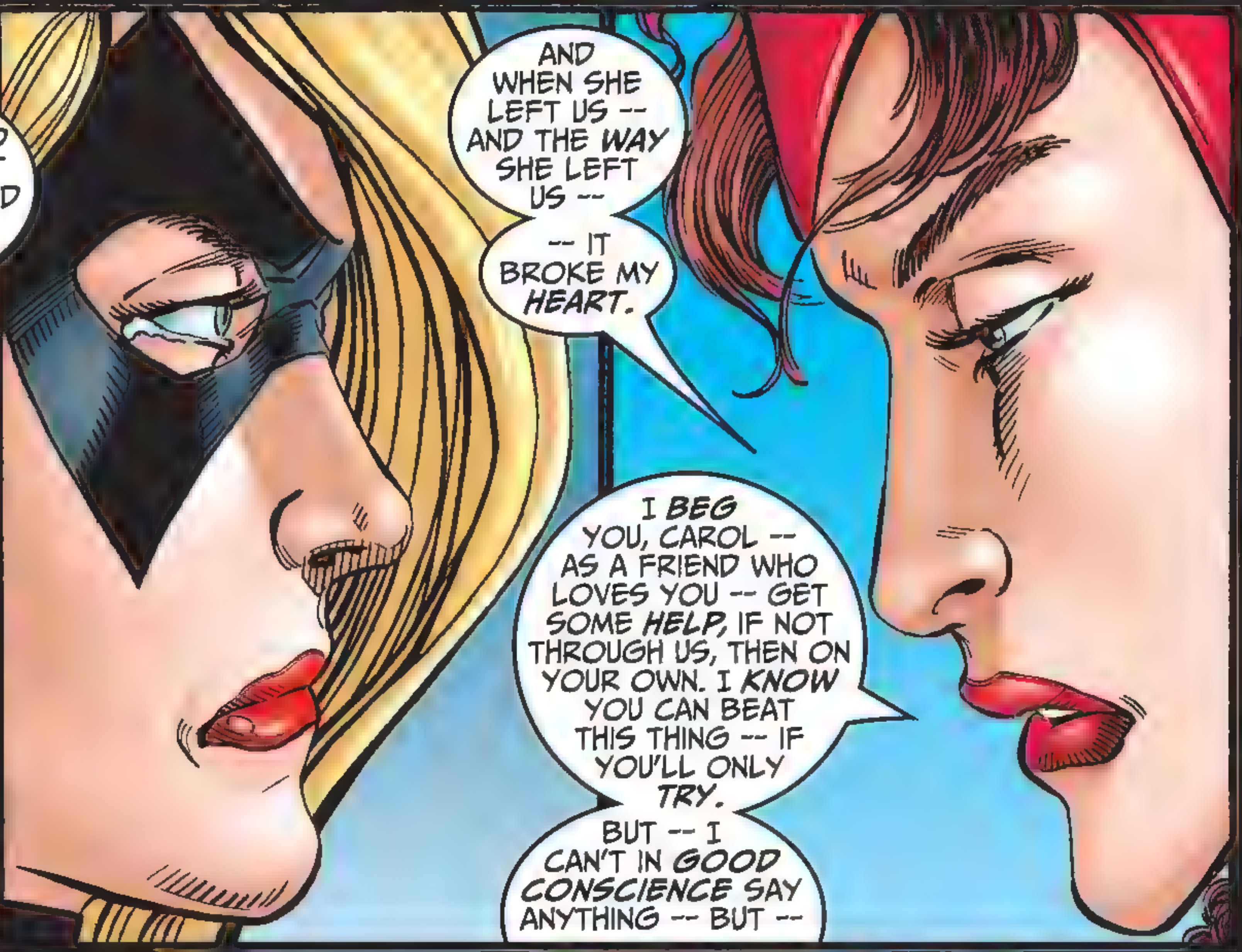
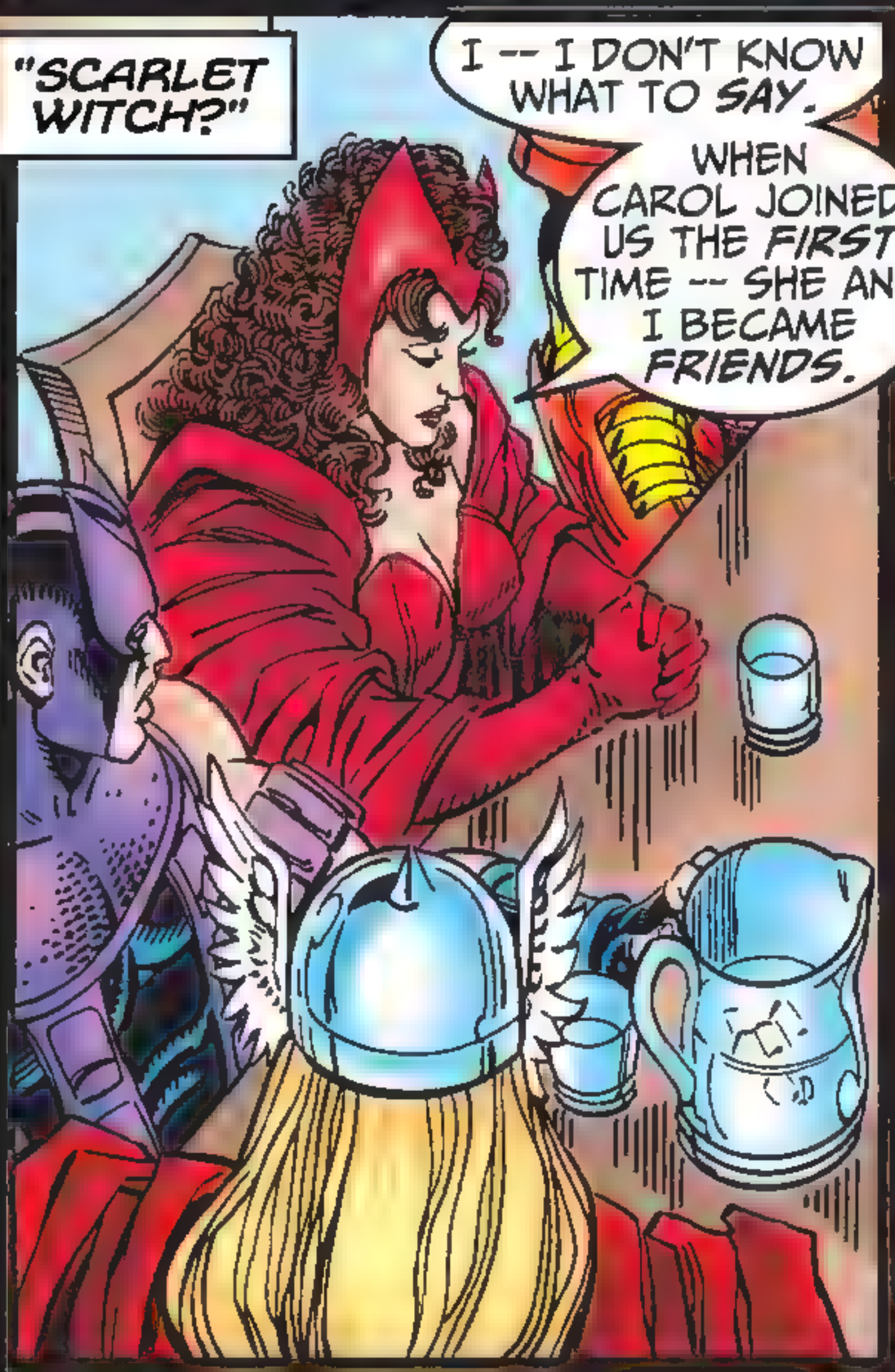
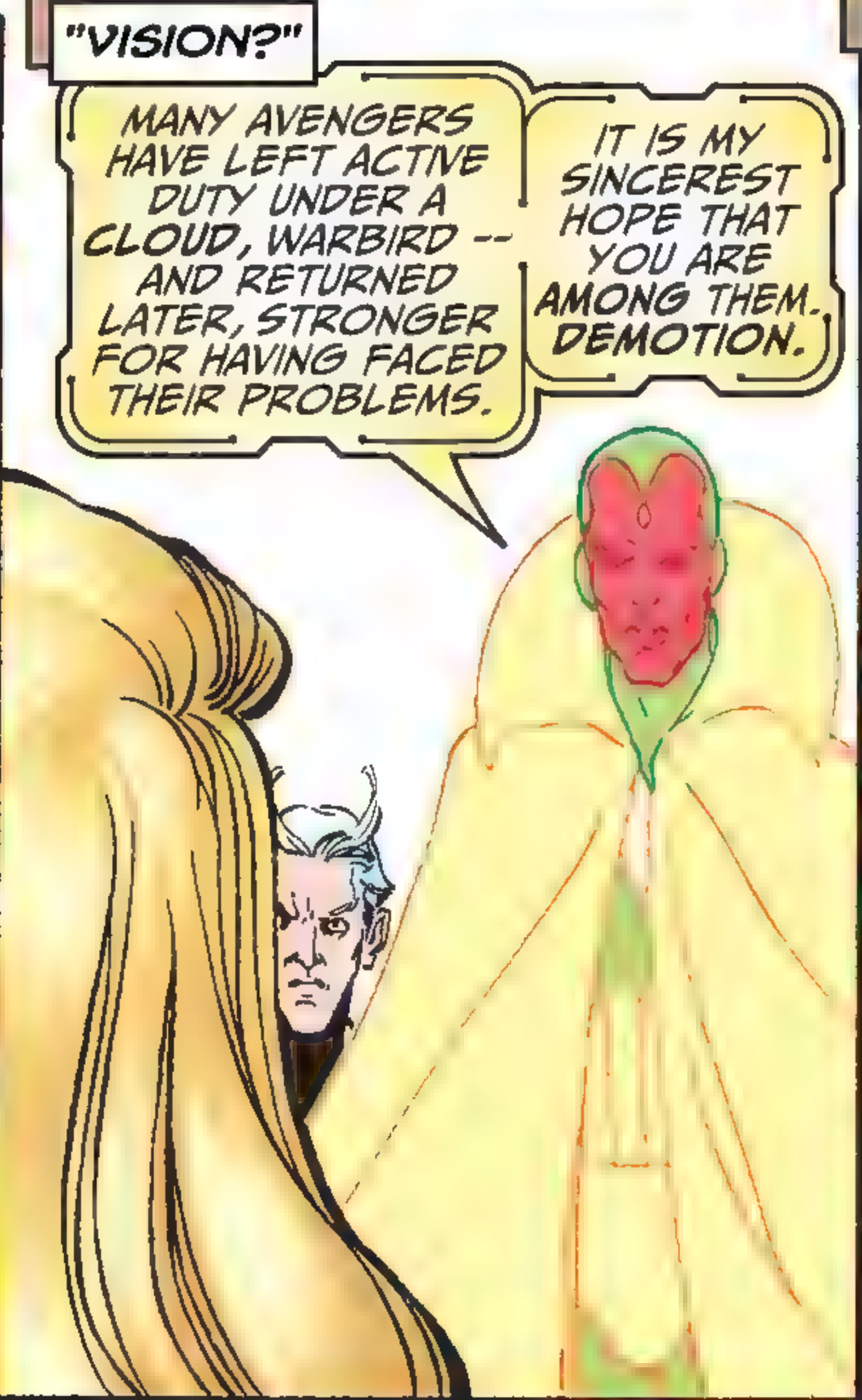
AND NOW -- YOU WANT TO LABEL ME AN **ALCOHOLIC** BECAUSE I TAKE A **DRINK** NOW AND THEN? TRY TO THROW ME OFF THE **TEAM?**

IT'S NOT JUST A CROCK, IT'S AN **OUTRAGE**. IF IT WASN'T FOR ME -- **EVERYONE'D** BE SPEAKING **KREEVIAN** RIGHT NOW!



AND -- AND THAT --

-- THAT IS THY **DEFENSE?**





"-- AND AN IMMINENT ONE."

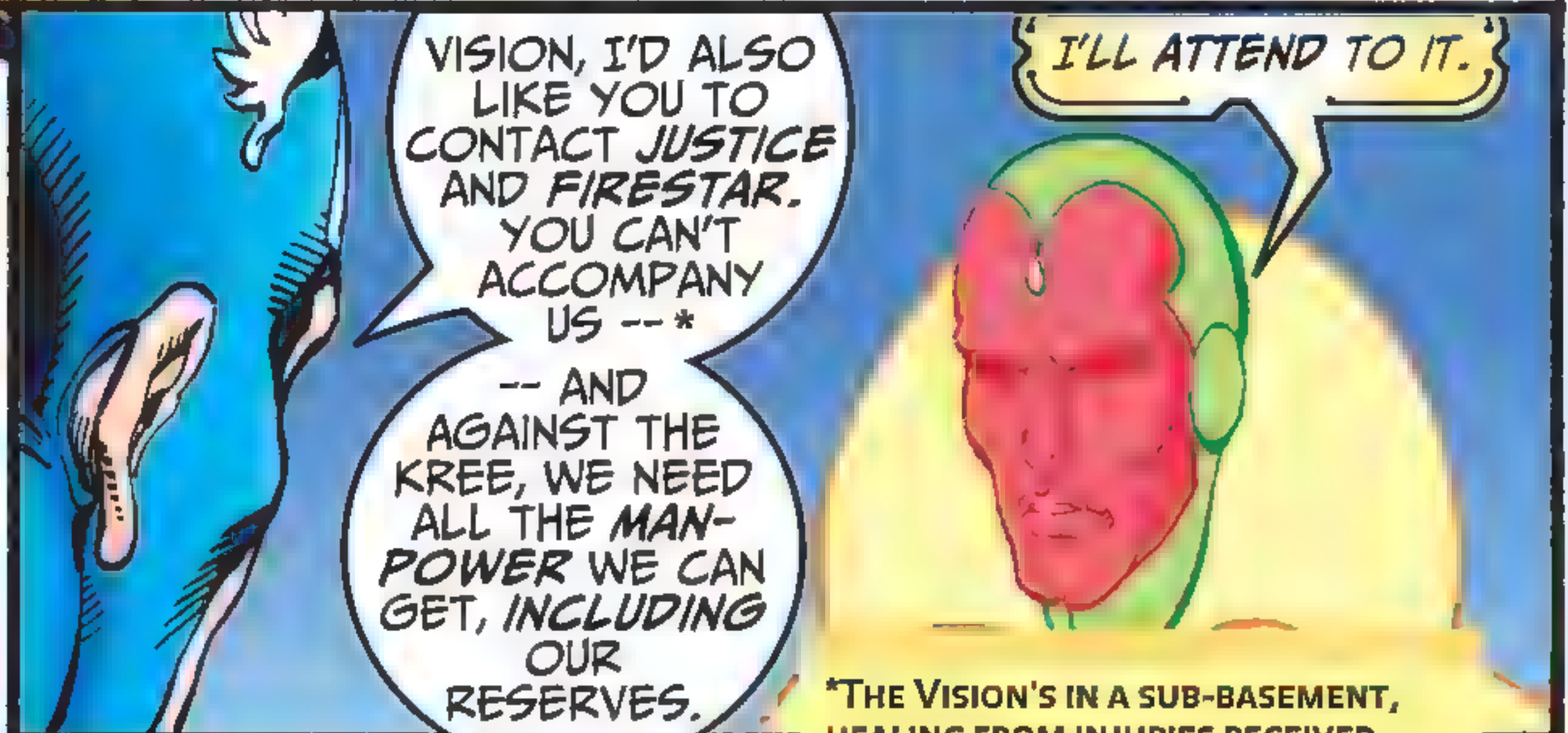
LET'S MOVE, AVENGERS! IRON MAN -- I WANT THE SPACE QUINJET PREPPED. VISION -- I WANT A BRIEFING FILE PREPARED FOR ALL MEMBERS!

EVERYONE ELSE -- I WANT YOU IN THE HANGAR BAY AND READY WITHIN TEN MINUTES!



PIETRO, YOU'RE STILL THE AVENGER MOST FAMILIAR WITH THE BLUE AREA. IF WE COULD IMPOSE ON YOU A LITTLE LONGER?

OF COURSE, CAP.

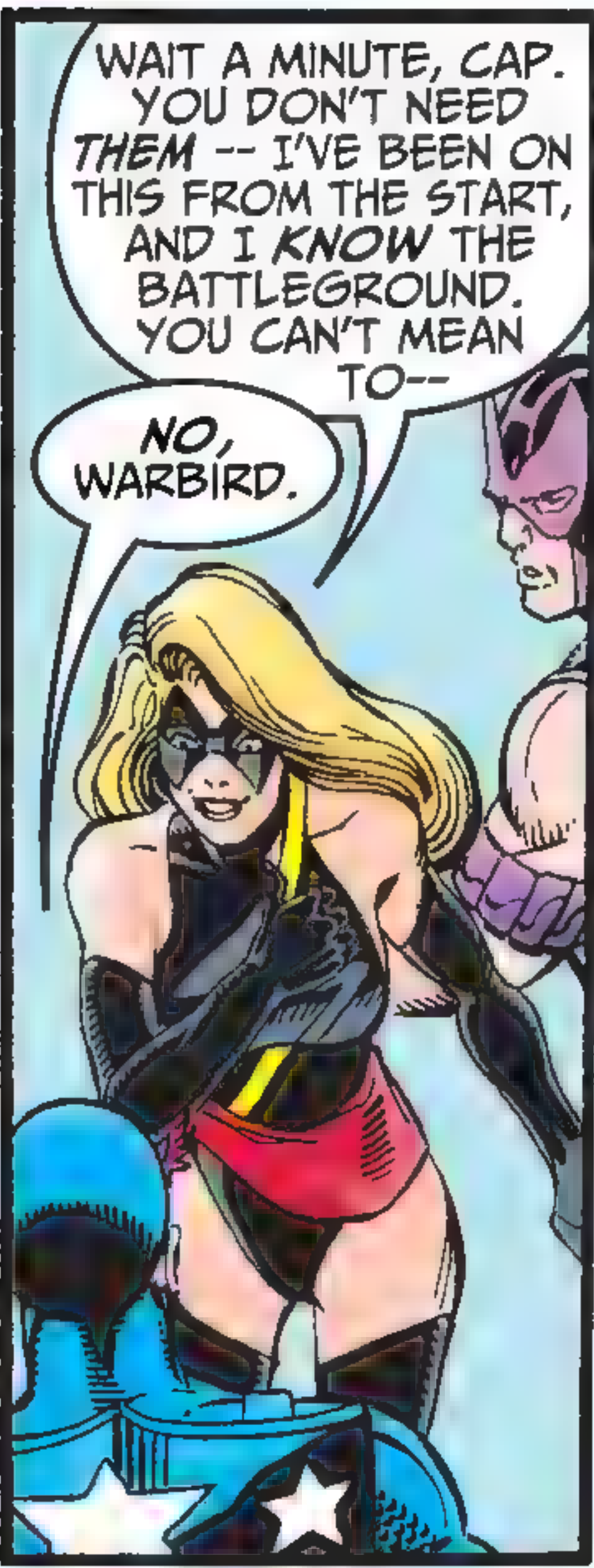


VISION, I'D ALSO LIKE YOU TO CONTACT JUSTICE AND FIRESTAR. YOU CAN'T ACCOMPANY US -- *

-- AND AGAINST THE KREE, WE NEED ALL THE MAN-POWER WE CAN GET, INCLUDING OUR RESERVES.

"I'LL ATTEND TO IT."

*THE VISION'S IN A SUB-BASEMENT, HEALING FROM INJURIES RECEIVED IN #3. THIS IS A COMPUTER-GENERATED HOLOGRAM-PROJECTION -- TOM.



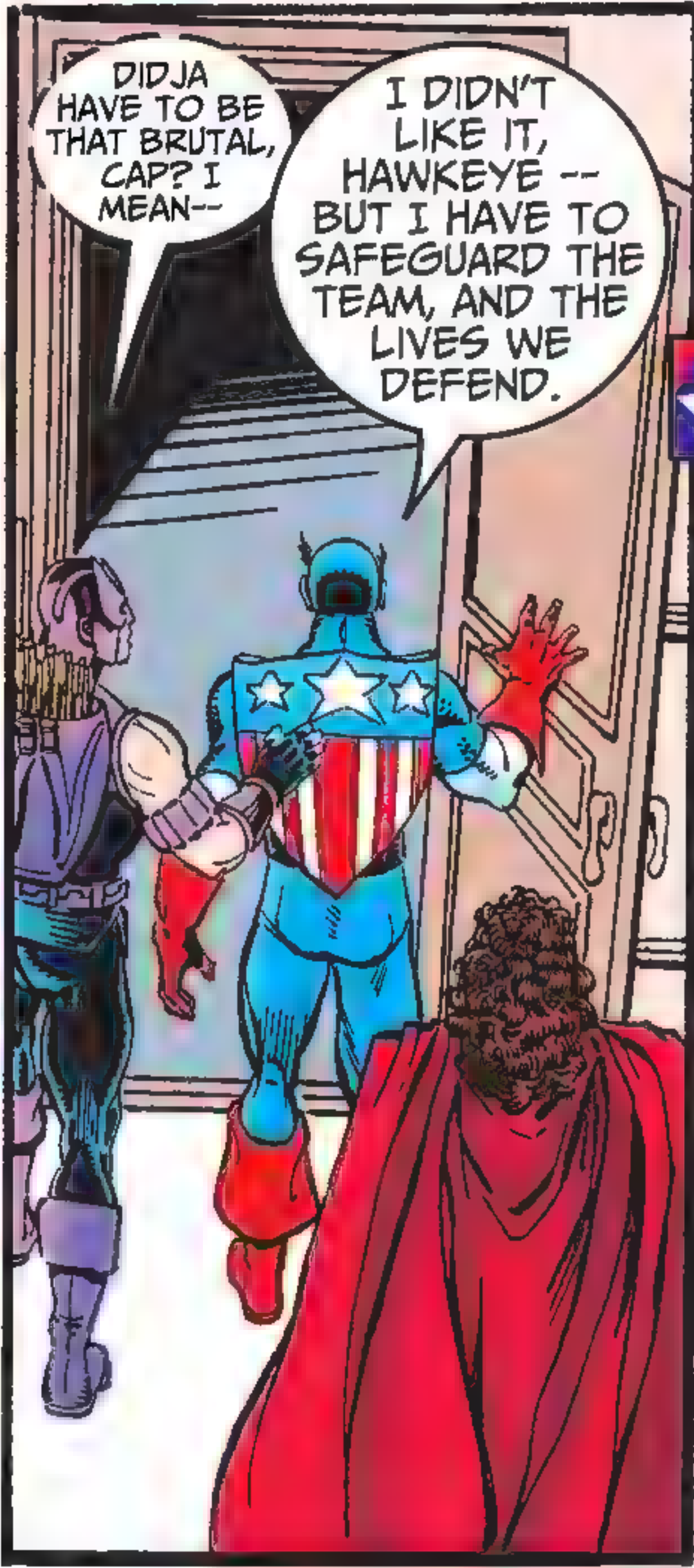
WAIT A MINUTE, CAP. YOU DON'T NEED THEM -- I'VE BEEN ON THIS FROM THE START, AND I KNOW THE BATTLEGROUND. YOU CAN'T MEAN TO--

NO, WARBIRO.



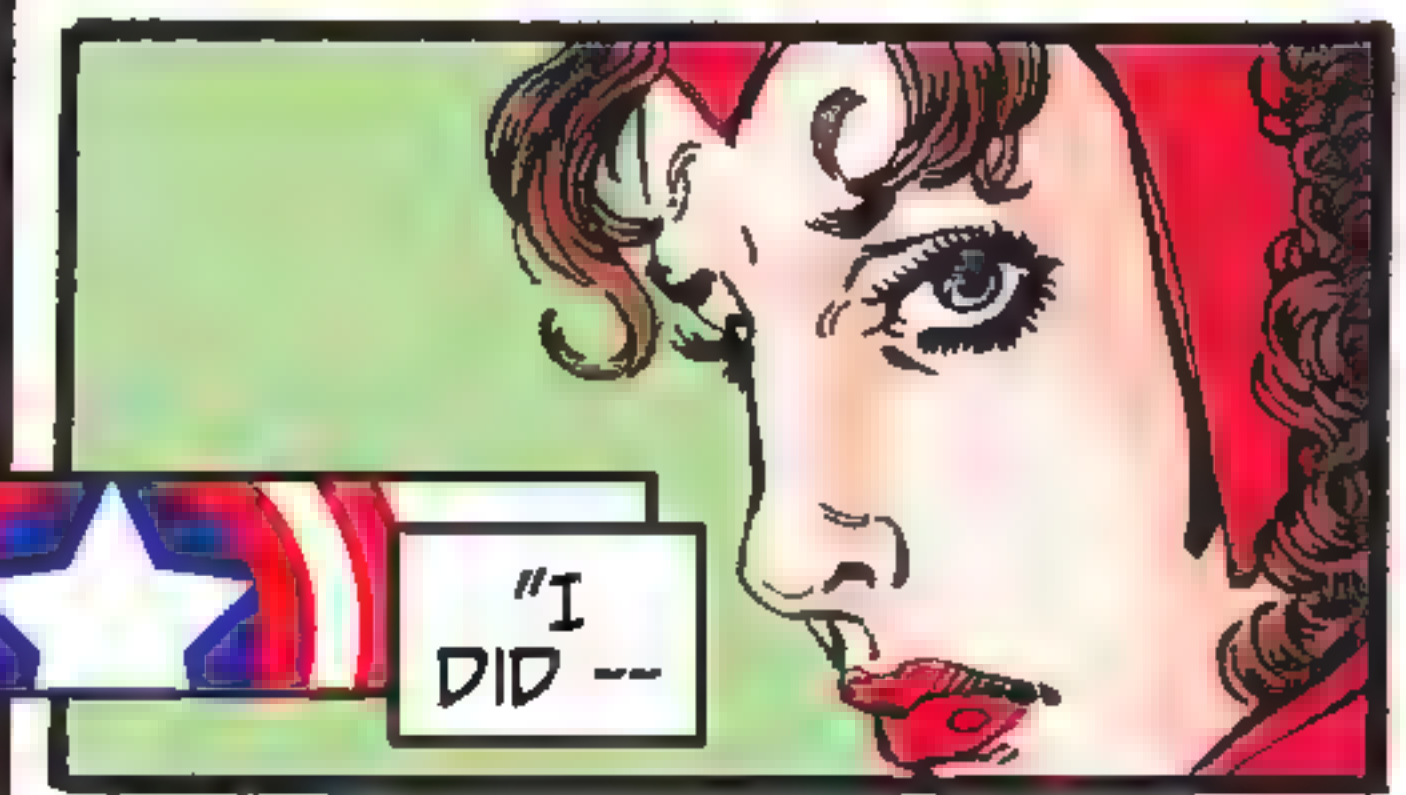
WELL, FINE! IF THAT'S THE WAY YOU'RE GOING TO BE, I'LL SAVE YOU THE TROUBLE OF FINISHING YOUR KANGAROO COURT'S VOTE.

EFFECTIVE IMMEDIATELY -- I QUIT!



DIDJA HAVE TO BE THAT BRUTAL, CAP? I MEAN--

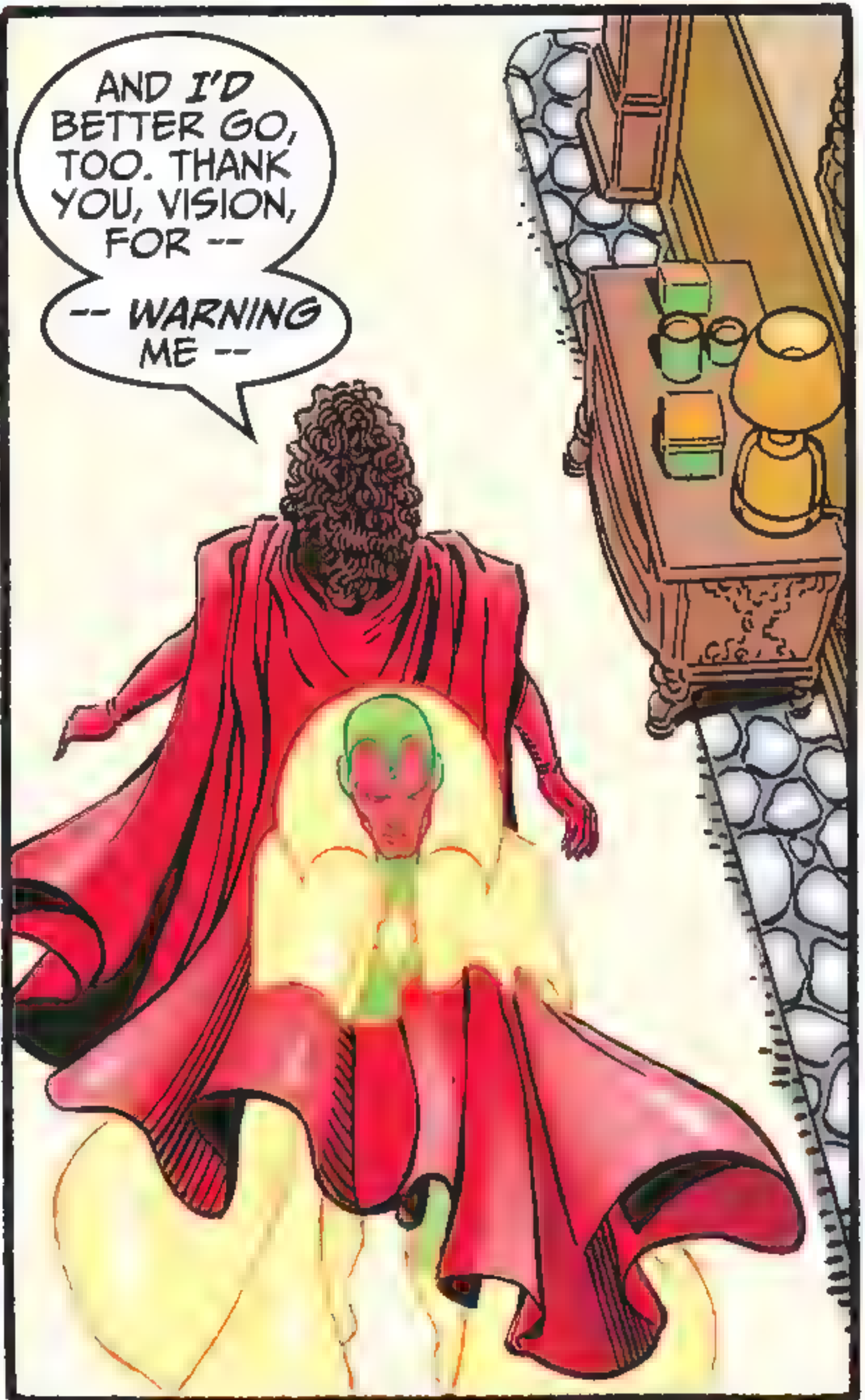
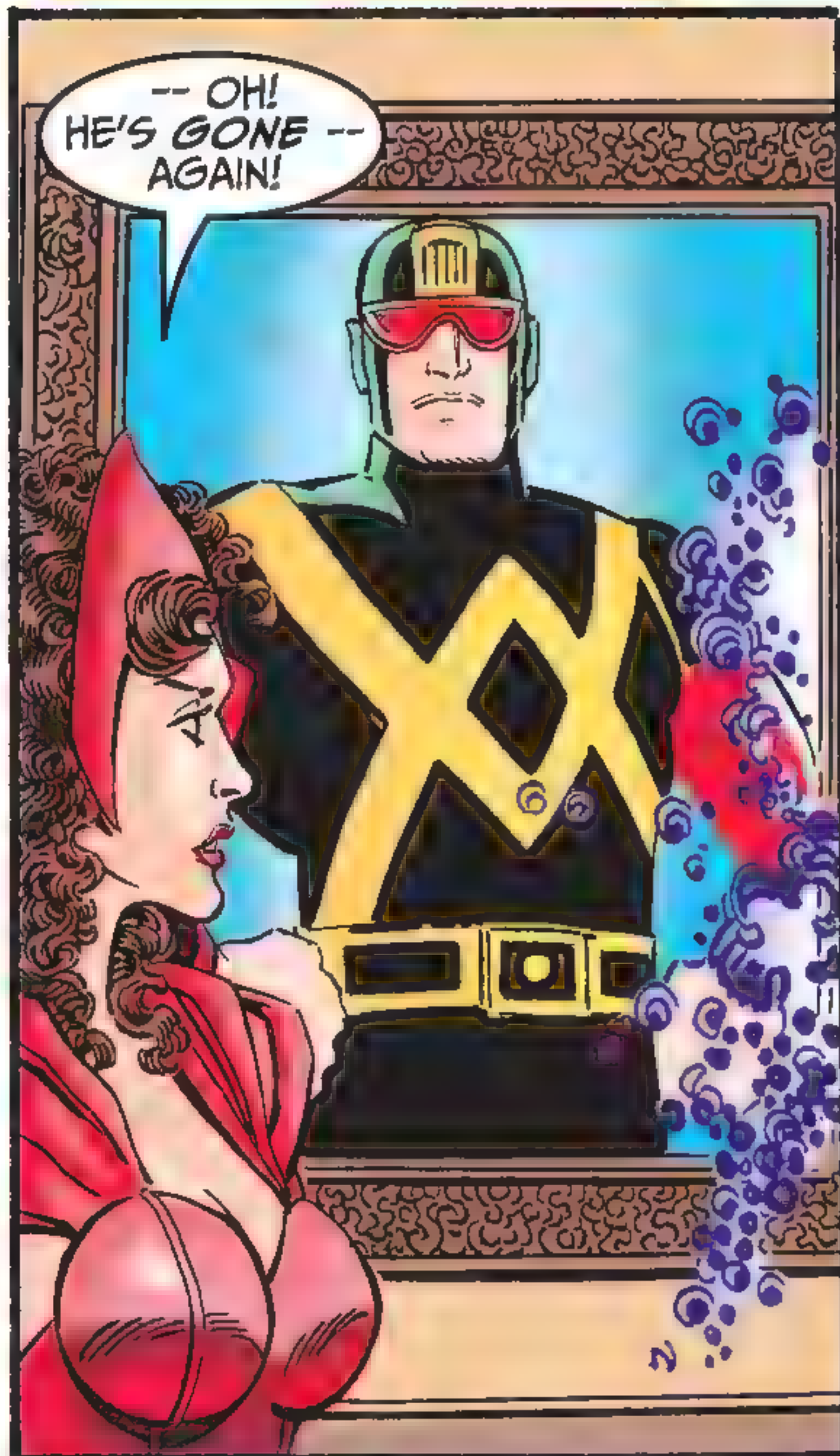
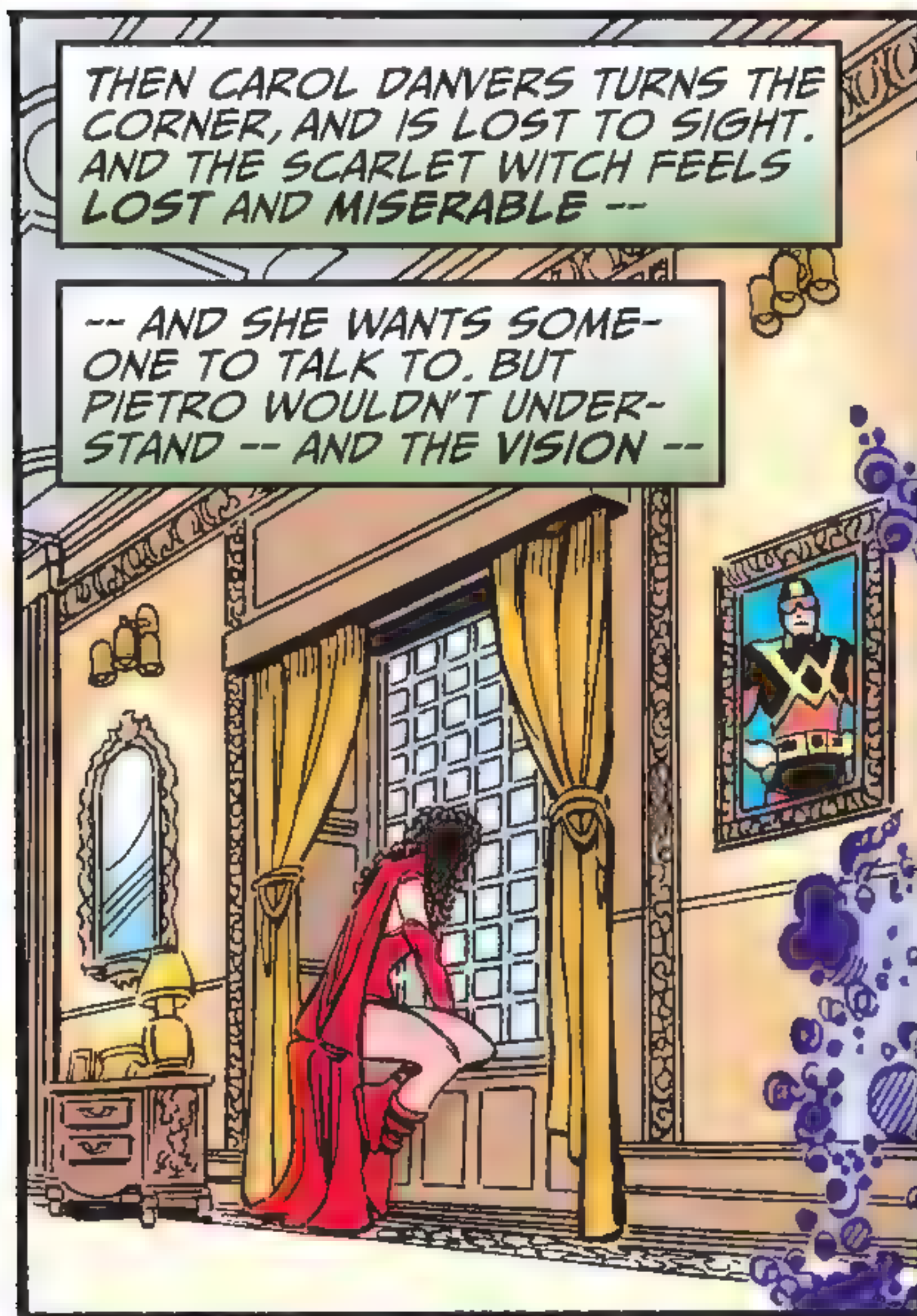
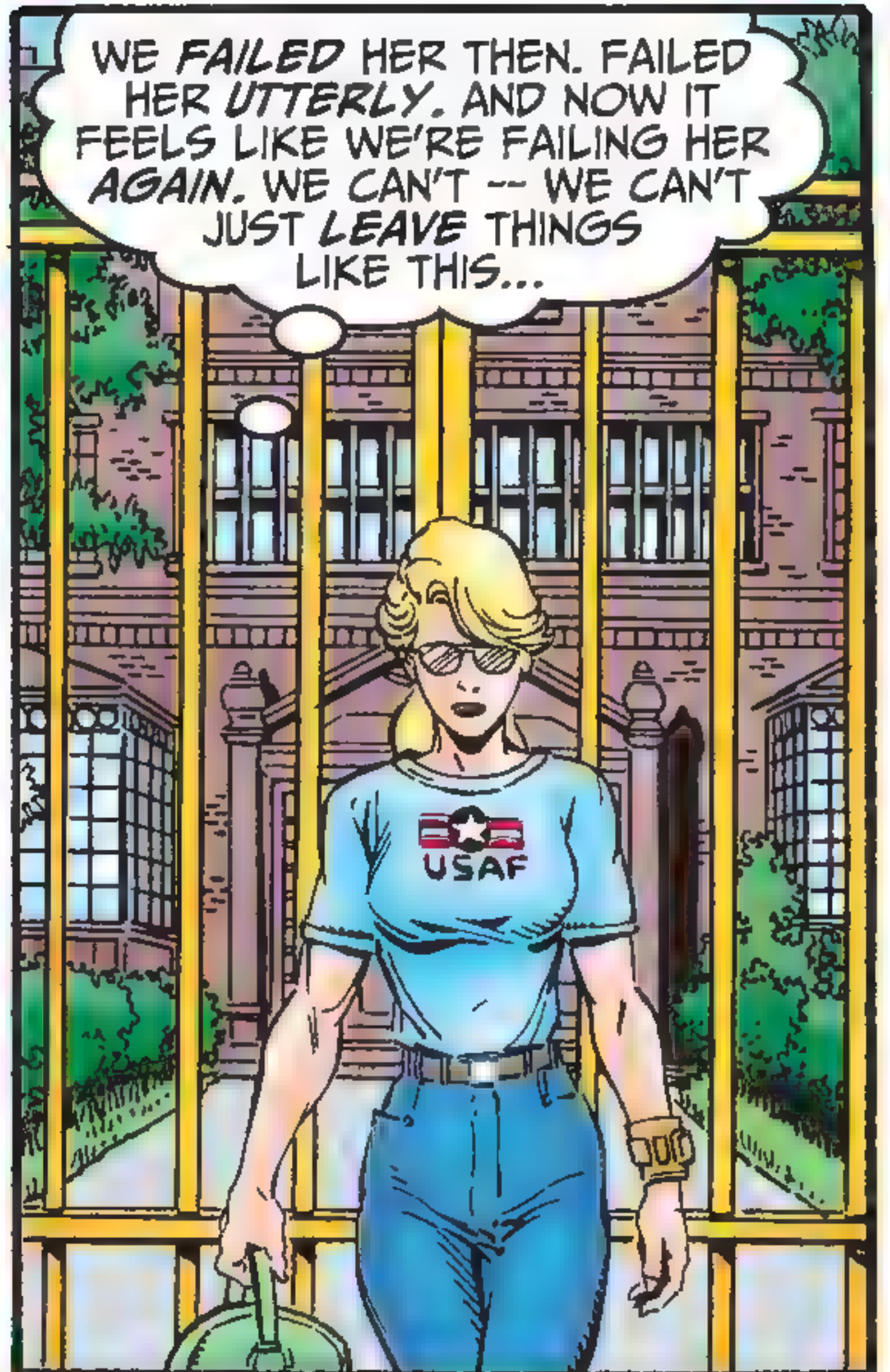
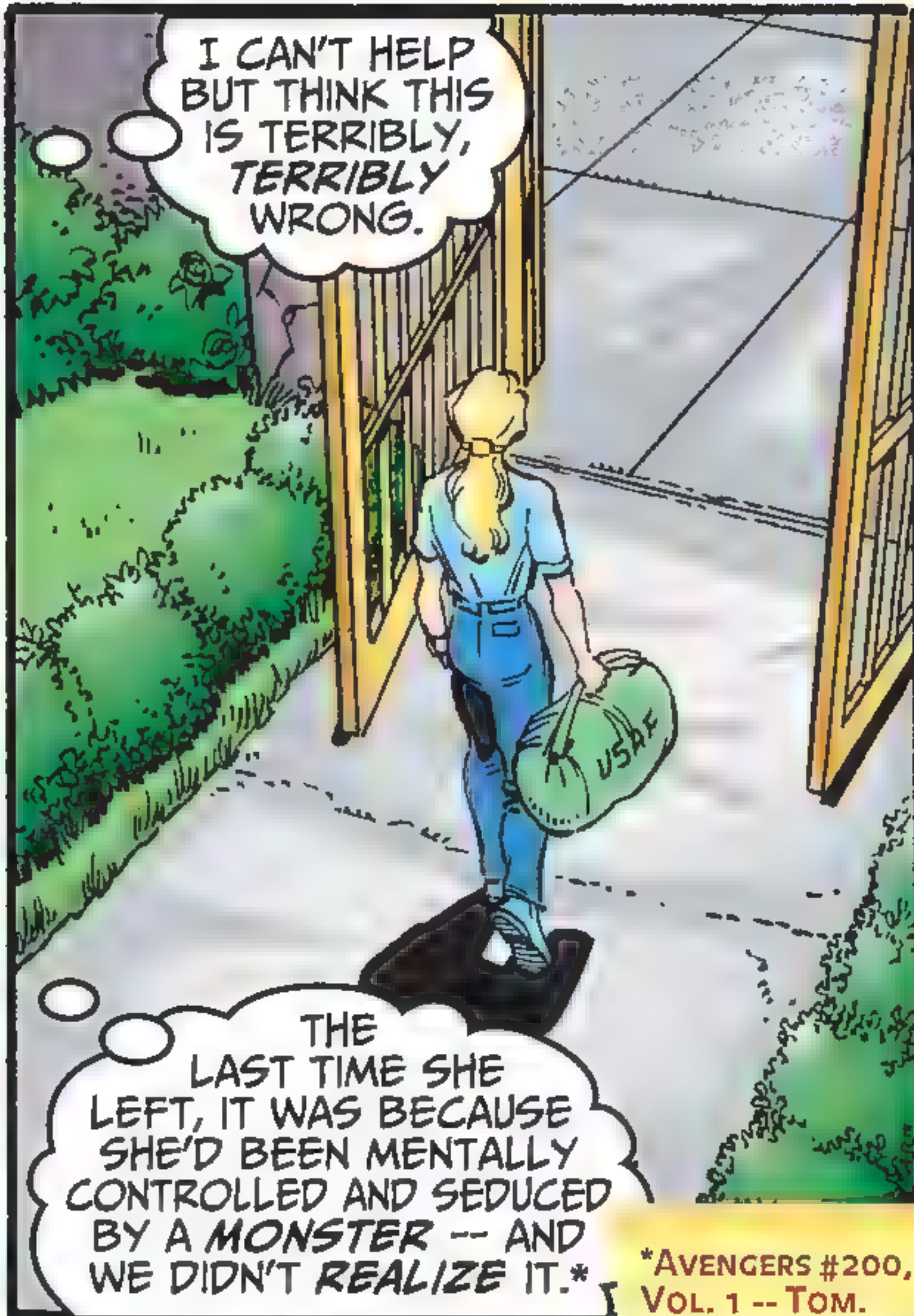
I DIDN'T LIKE IT, HAWKEYE -- BUT I HAVE TO SAFEGUARD THE TEAM, AND THE LIVES WE DEFEND.



"I DID --



"-- WHAT I HAD TO DO."



AND SHORTLY --

WAH--

--HOOO!

ROCKETING INTO SPACE -- WITH THE AVENGERS! AS AN AVENGER! I DON'T BELIEVE IT!

HONESTLY, VANCE. YOU'VE BEEN IN SPACE BEFORE -- WITH THE NEW WARRIORS --

YEAH, BUT THIS IS DIFFERENT, ANGEL. IT'S -- IT'S JUST DIFFERENT!

ARE YOU ALL RIGHT, MY SISTER? YOU SEEM TROUBLED -- MORE SO THAN YOU HAVE BEEN FOR MANY A YEAR --

IF YOU DON'T MIND, PIETRO -- I'D RATHER NOT TALK ABOUT IT.

AND WITH THAT, THE QUINJET GOES SILENT -- AND STAYS THAT WAY, UNTIL --

WE'RE APPROACHING THE BLUE AREA. I'M GOING TO MOVE IN QUIETLY, AND SEE IF--

UH-OH! BRACE YOURSELVES, AVENGERS! COMMENCING EVASIVE ACTION --

"-- NOW!"

THEY'RE BETTER THAN I'D THOUGHT! WATCH OUT, CREW --

-- THIS COULD GET A LITTLE ROUGH!

FOR THE NEXT SEVERAL MINUTES, THE QUINJET, IN CAPTAIN AMERICA'S HANDS, EXECUTES A DIZZYING SERIES OF BANKS, DIVES AND LOOPS--

-- ALL THE TIME WORKING ITS WAY CLOSER -- EVER CLOSER -- TO THE RUINED TOWERS OF THE BLUE AREA --

-- UNTIL --

MADE IT! WE'RE BELOW THEIR FIELD OF FIRE NOW! AND IN SECONDS --

-- WE'LL BE DOWN!

NICE PILOTING, CAP--

-- NOW CAN WE GO BACK AND GET MY STOMACH? I THINK I LOST IT ON THE THIRD IMMELMAN...

NO TIME, OLD FRIEND. IF WHAT I SEE OUTSIDE IS ANY INDICATION, THE BARRAGE DELAYED US ENOUGH FOR THEM TO REACH BATTLE STATIONS.

LET'S GO, AVENGERS --

"-- WE'RE UNDER ATTACK!"

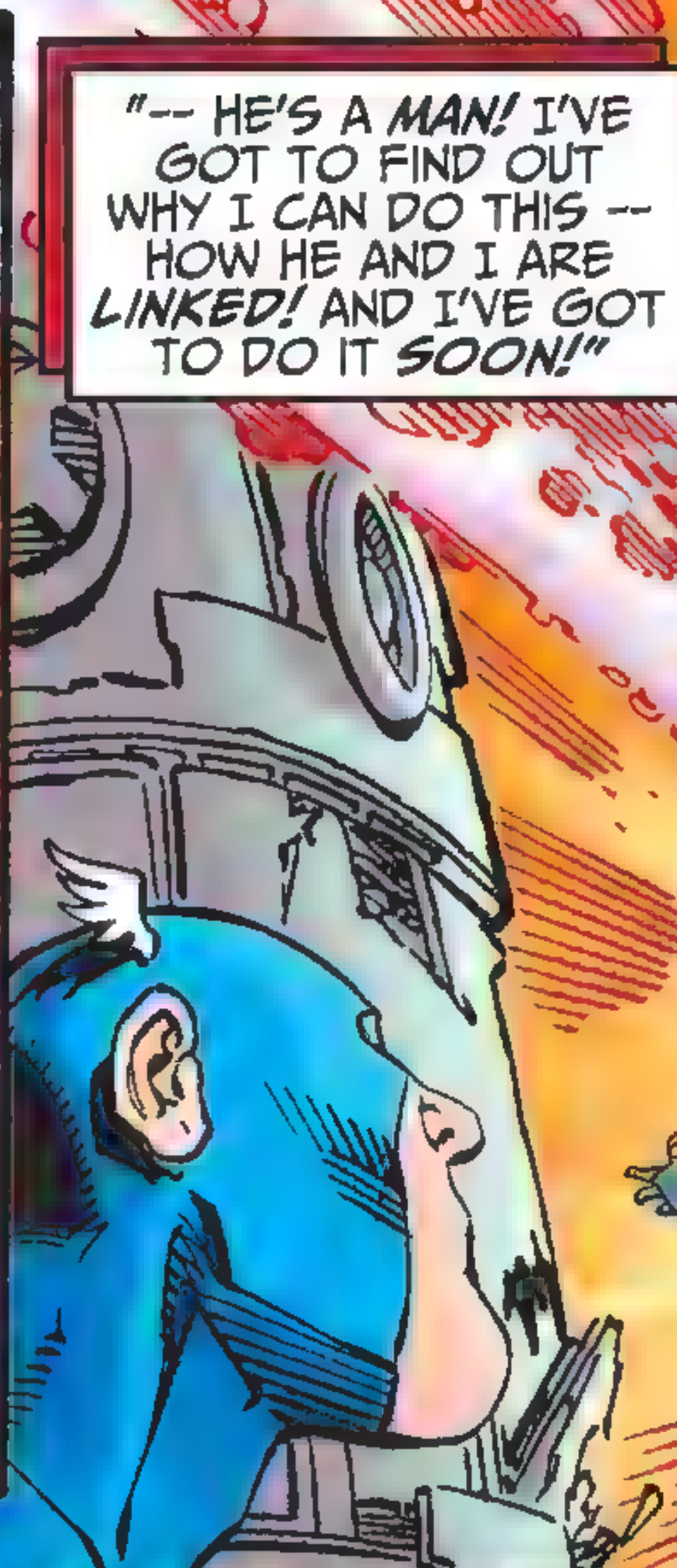




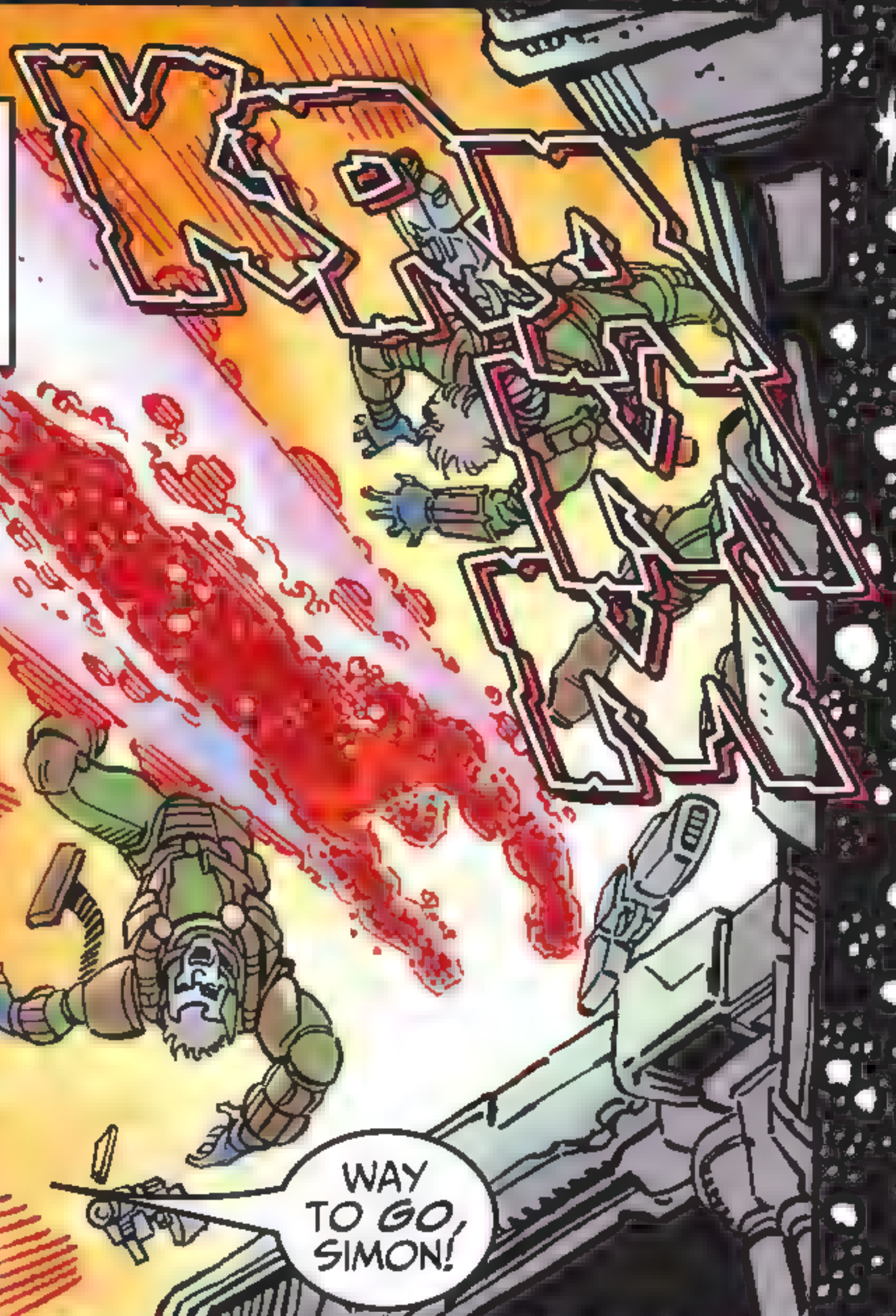
WANDA!
WE COULD
USE--

WAY
AHEAD OF
YOU, CAP! I'M
HEXING HIM
UP NOW!

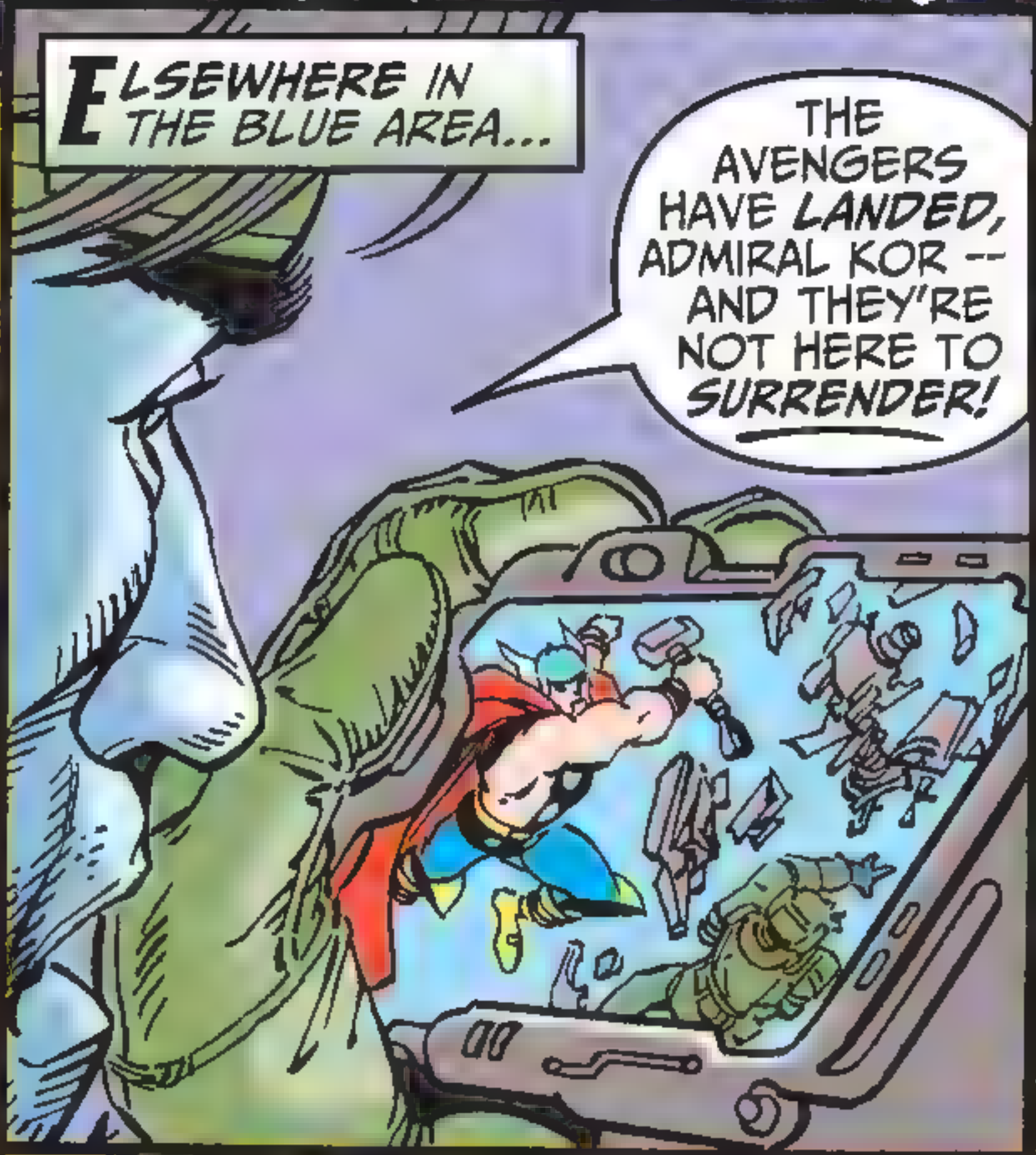
BUT MORE
AND MORE, I DON'T
LIKE IT! WONDER MAN'S
NOT A WEAPON --



"-- HE'S A MAN! I'VE
GOT TO FIND OUT
WHY I CAN DO THIS --
HOW HE AND I ARE
LINKED! AND I'VE GOT
TO DO IT SOON!"



WAY
TO GO,
SIMON!



ELSEWHERE IN
THE BLUE AREA...

THE
AVENGERS
HAVE LANDED,
ADMIRAL KOR --
AND THEY'RE
NOT HERE TO
SURRENDER!



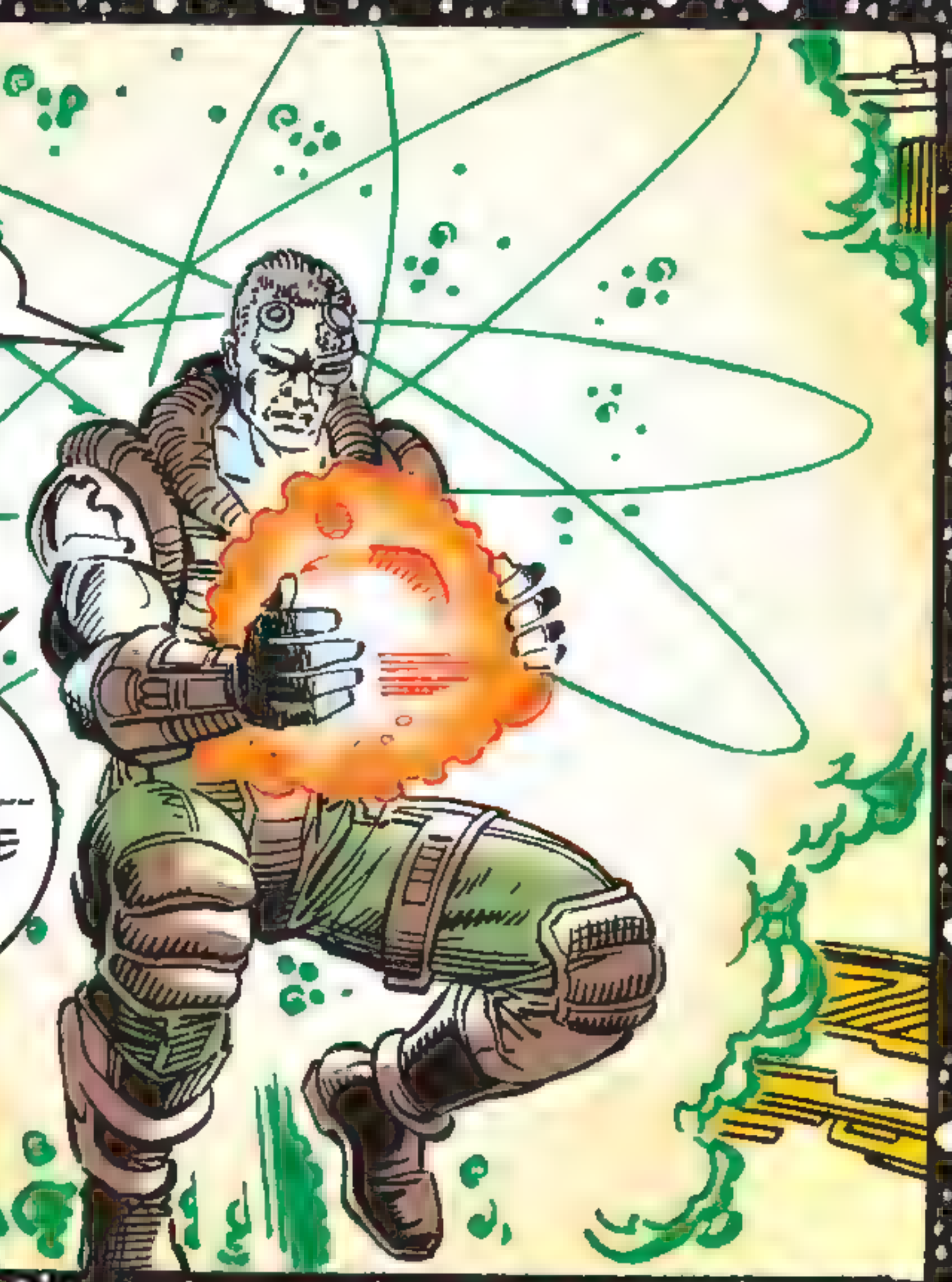
THEN PERHAPS
YOU'D LIKE TO
HIDE IN A SUPPLY
CLOSET, DYLAN CIR --
OR DON'T YOU THINK
KREE TROOPS CAN
HANDLE MERE
EARTHERS?

I SAID
NO SUCH
THING!
I--

AT EASE,
CHILDREN.

THE
AVENGERS CAN
HANDLE KREE
TROOPS, KONA LOR --
THEY ALWAYS HAVE
IN THE PAST. BUT
IT DOES NOT
MATTER.

PUT THE
SUPREME
INTELLIGENCE
ON THE DISPLAY
SCREEN.



HAIL, SUPREME
ONE! THIS WILL
ALMOST ASSUREDLY
BE MY LAST
REPORT.

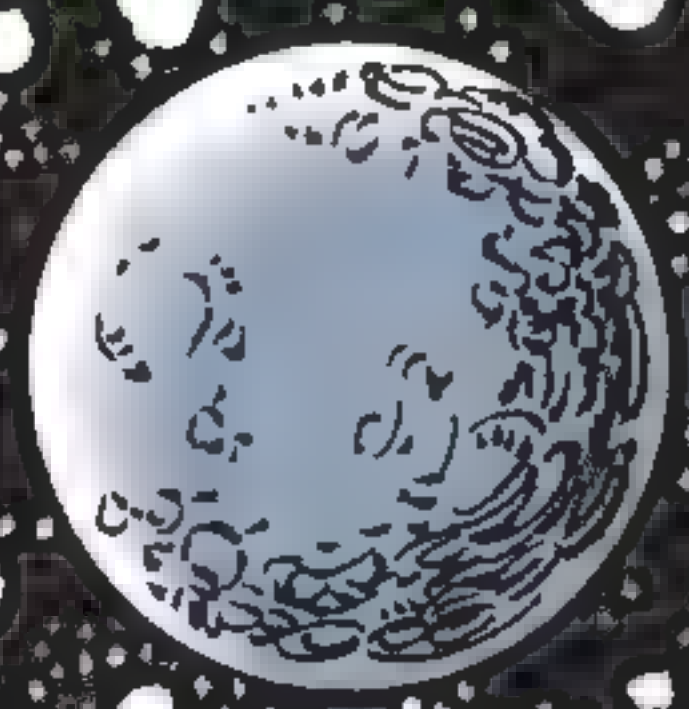
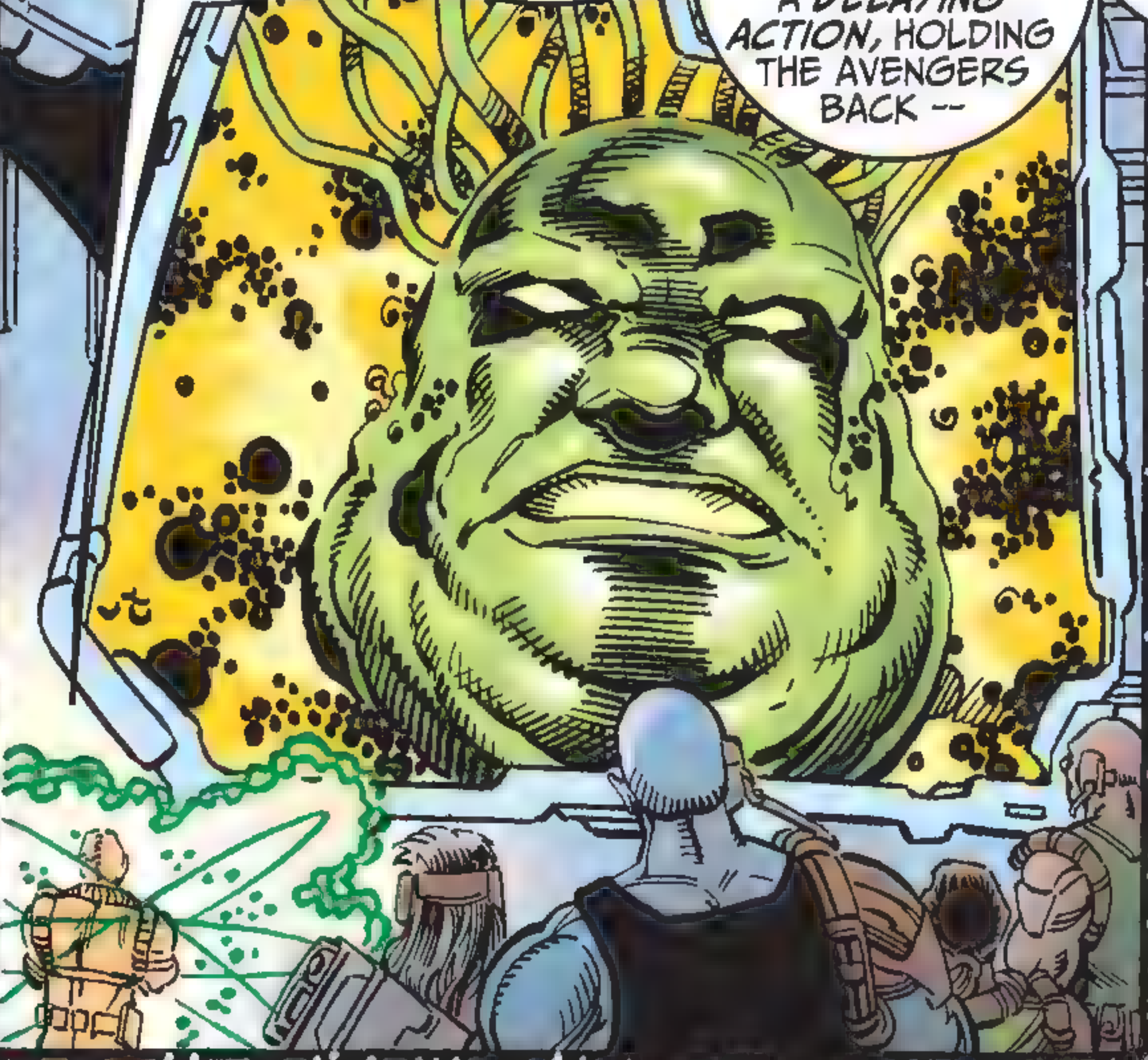
THE MOMENT OF
SACRIFICE -- AND
OF VICTORY --
IS ALMOST
UPON US.

OUR TROOPS
FALL BEFORE
THE TERRAN
AVENGERS -- BUT
THEY ONLY FIGHT
A DELAYING
ACTION, HOLDING
THE AVENGERS
BACK --

-- UNTIL
OUR PLANS
HAVE PASSED
BEYOND THE
POINT OF NO
RETURN.

WE DEDICATE
OUR DEATHS TO
YOUR CAUSE,
SUPREMO!
ALL HAIL!

BUT THE SUPREME
INTELLIGENCE SAYS
NOTHING.

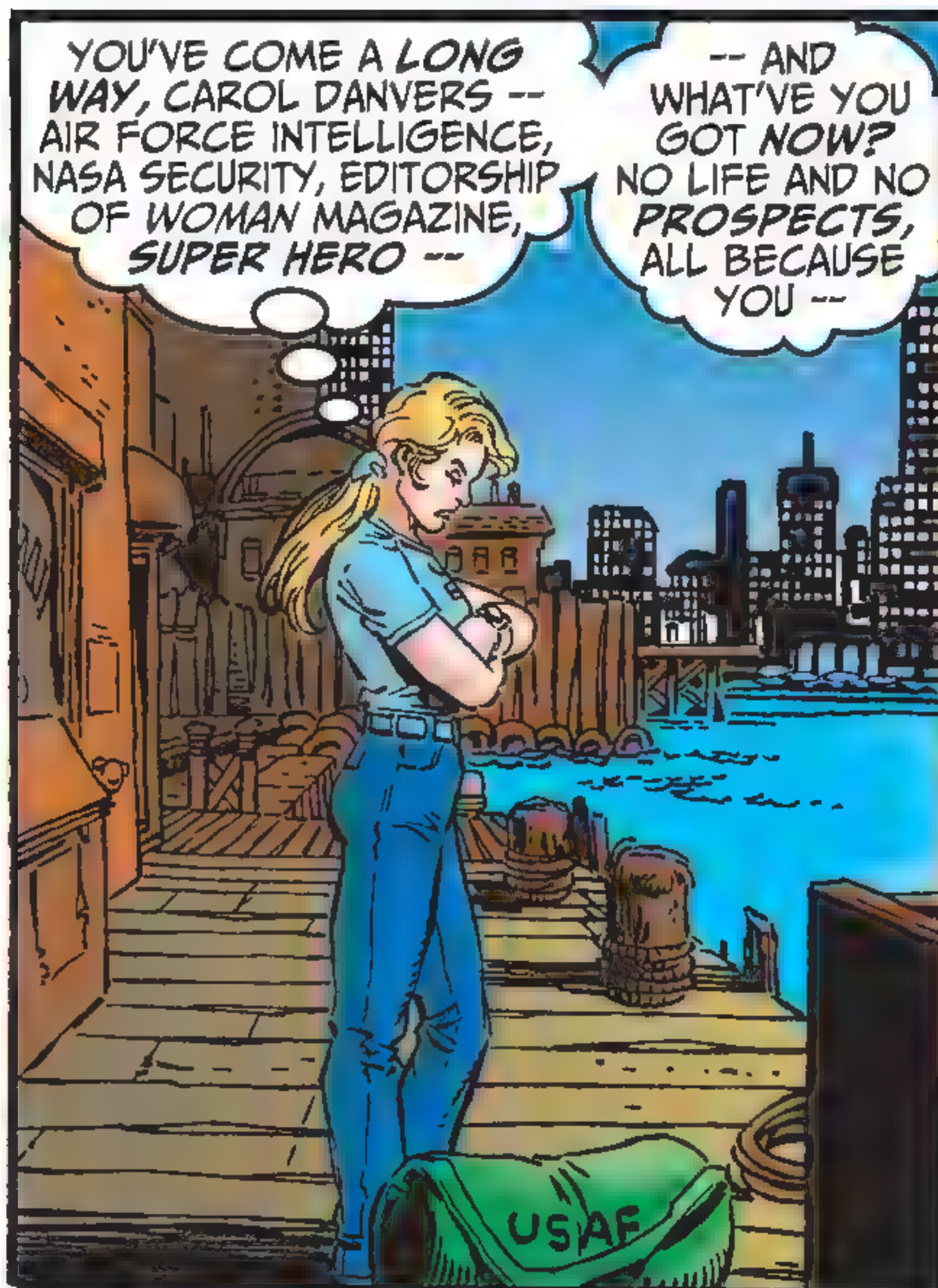


AND ON
EARTH...



IS *THIS* WHAT IT COMES TO?

JUST STANDING HERE LOOKING AT THE MOON, AS *OTHERS* FIGHT THE BATTLES YOU SHOULD BE A PART OF?



YOU'VE COME A LONG WAY, CAROL DANVERS -- AIR FORCE INTELLIGENCE, NASA SECURITY, EDITORSHIP OF WOMAN MAGAZINE, *SUPER HERO* --

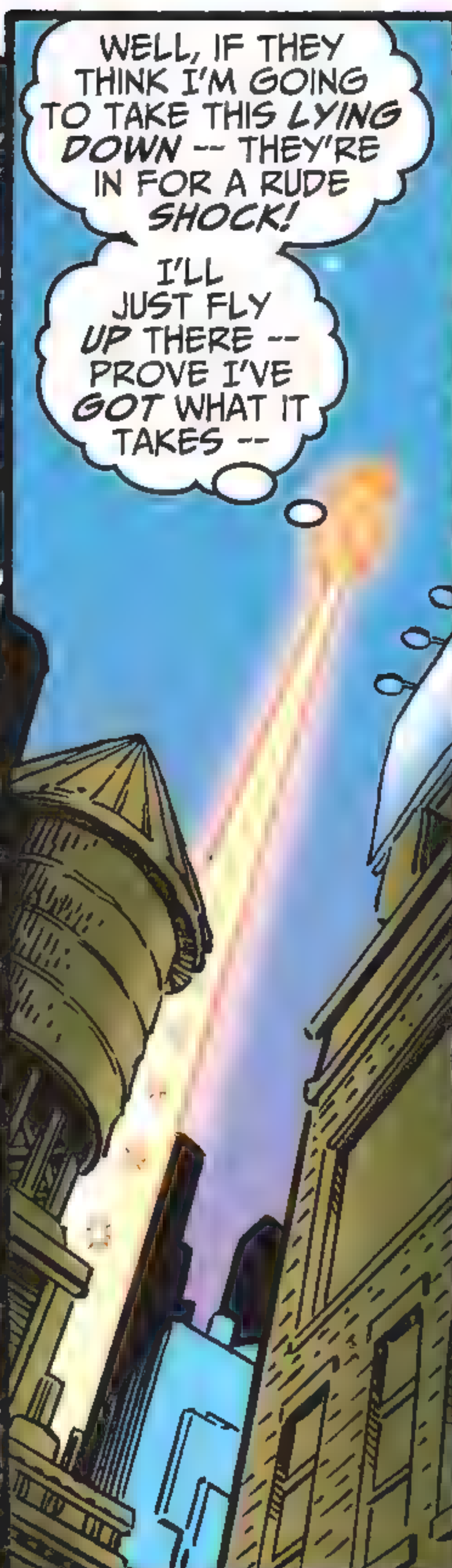
-- AND WHAT'VE YOU GOT NOW? NO LIFE AND NO PROSPECTS, ALL BECAUSE YOU --



--NO! IT WASN'T ME!

IT WAS *THEM* -- THEM AND THEIR PRIGGISH, HYPOCRITICAL *DOUBLE STANDARDS!*

THOR DRINKS MEAD, DOESN'T HE? HAWKEYE DRINKS BEER!



WELL, IF THEY THINK I'M GOING TO TAKE THIS LYING DOWN -- THEY'RE IN FOR A RUDE SHOCK!

I'LL JUST FLY UP THERE -- PROVE I'VE GOT WHAT IT TAKES --



-- AND THEN, WHEN THE DUST'S ALL SETTLED AND THEY *BEG* ME TO COME BACK--

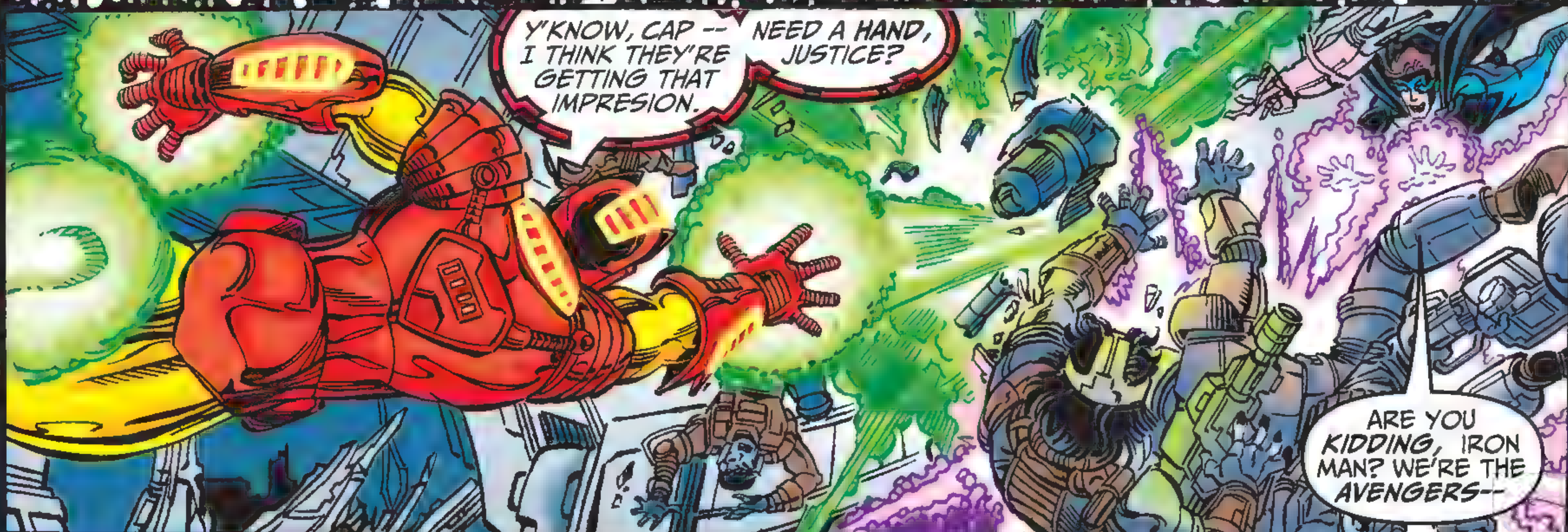
-- I'LL TELL THEM WHERE THEY CAN STICK THEIR CRUMMY TEAM!



I'LL SHOW THEM!

SHOW 'EM, AVENGERS!

SHOW 'EM THAT EARTH DOESN'T TOLERATE INVADERS -- OF ANY KIND!



Y'KNOW, CAP -- I THINK THEY'RE GETTING THAT IMPRESSION.

NEED A HAND, JUSTICE?

ARE YOU KIDDING, IRON MAN? WE'RE THE AVENGERS--



"-- THESE CLOWNS DON'T STAND A CHANCE!"

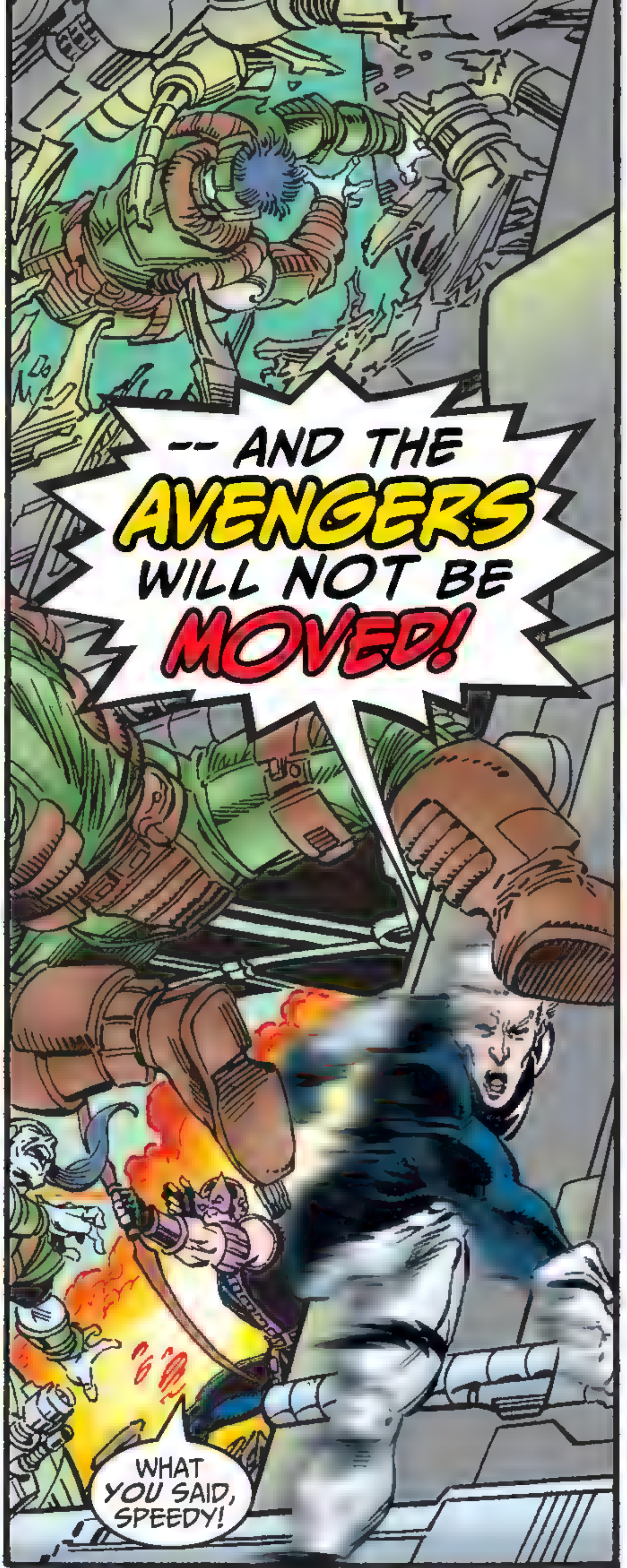
VERILY, YOUNG JUSTICE -- THOU DOST SPEAK THE TRUTH! THESE MISCREANTS SHALL FALL BEFORE US LIKE RIPE WHEAT!



I DON'T KNOW, THOR! WE'RE DOING OKAY -- BUT THERE ARE A LOT OF THEM--!

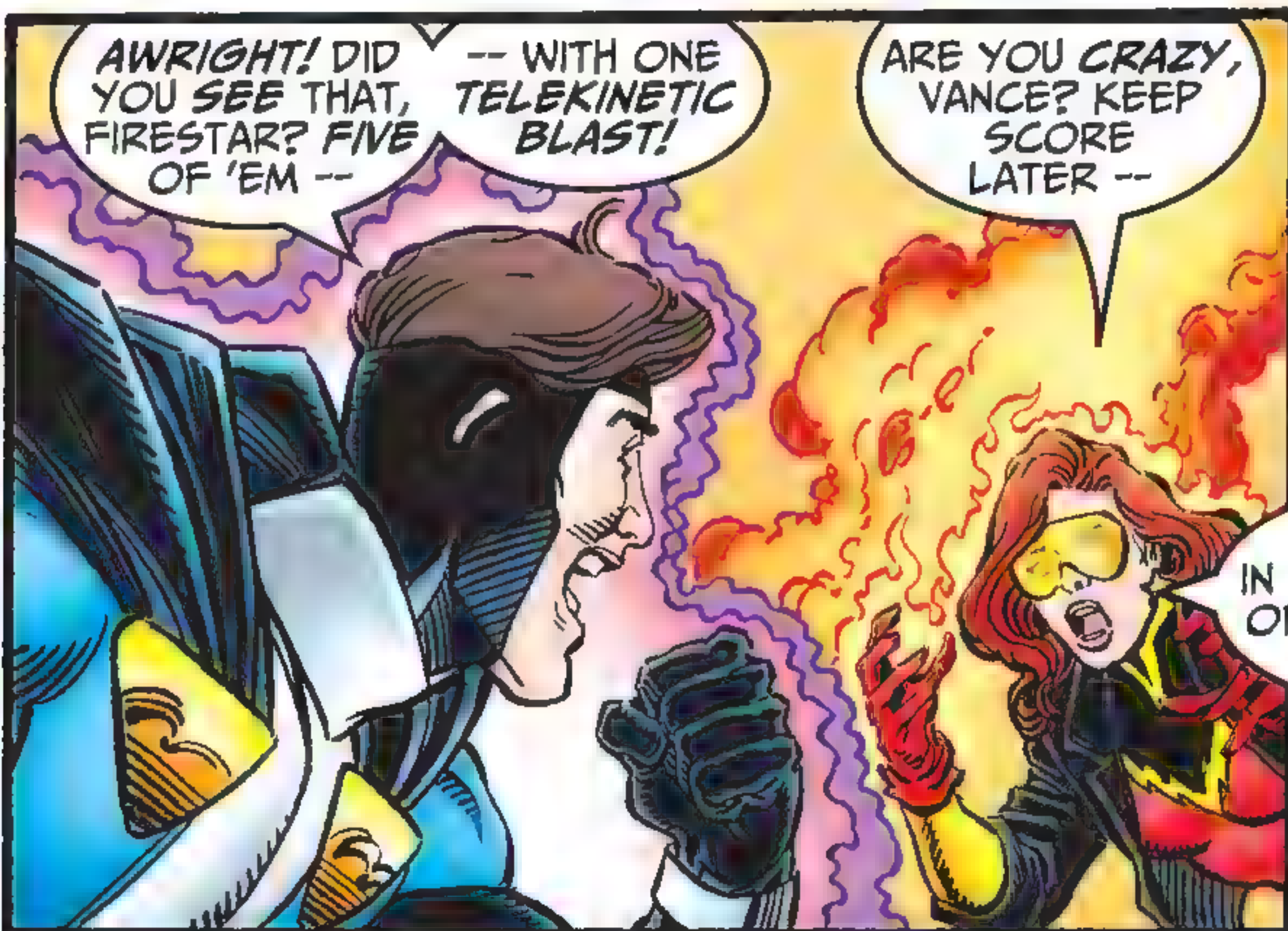
A DOZEN, FIRESTAR -- OR A THOUSAND, IT MAKES NO DIFFERENCE!

WE STAND BETWEEN THEM AND EARTH --



-- AND THE AVENGERS WILL NOT BE MOVED!

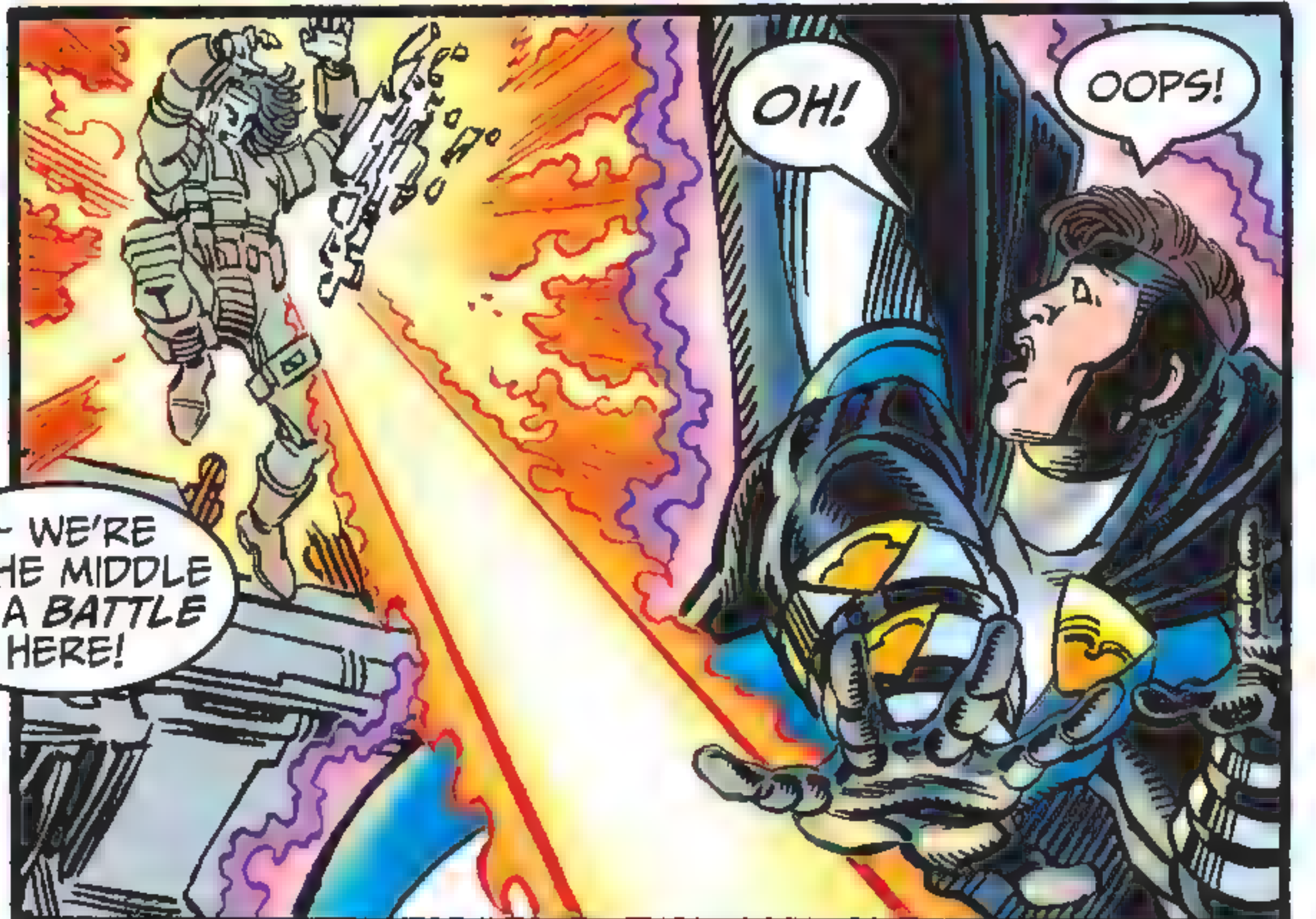
WHAT YOU SAID, SPEEDY!



AWRIGHT! DID YOU SEE THAT, FIRESTAR? FIVE OF 'EM --

-- WITH ONE TELEKINETIC BLAST!

ARE YOU CRAZY, VANCE? KEEP SCORE LATER --



-- WE'RE IN THE MIDDLE OF A BATTLE HERE!

OH!

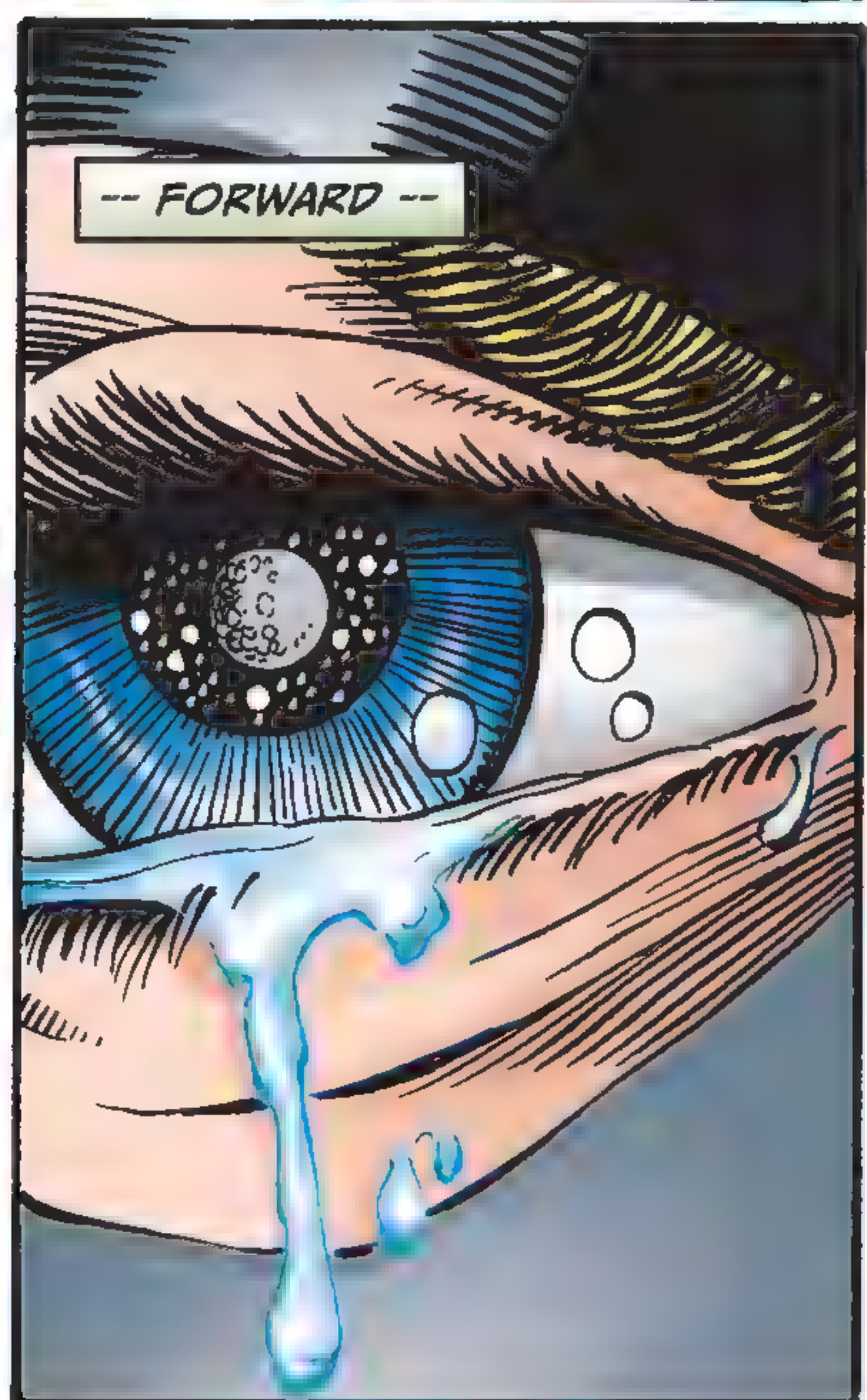
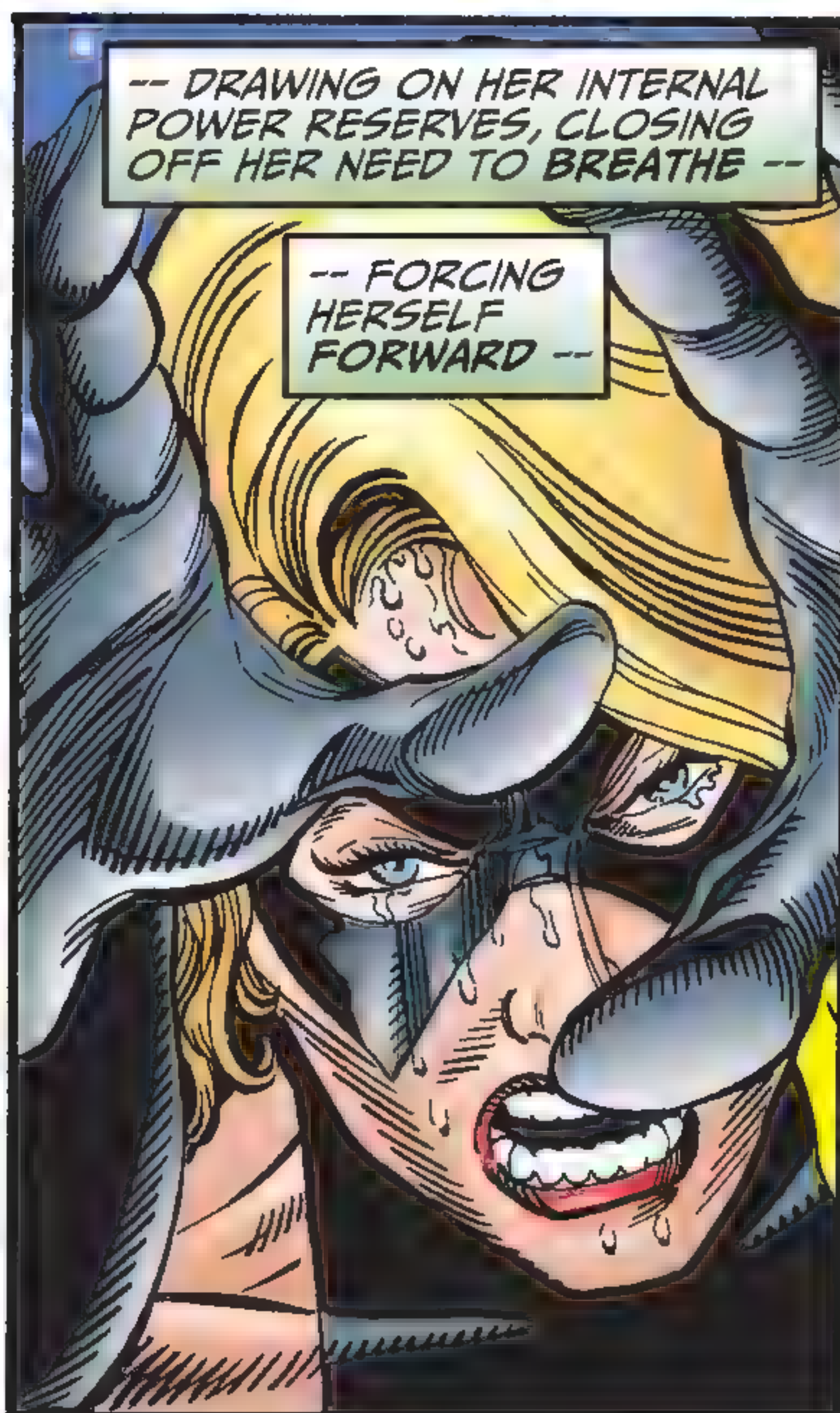
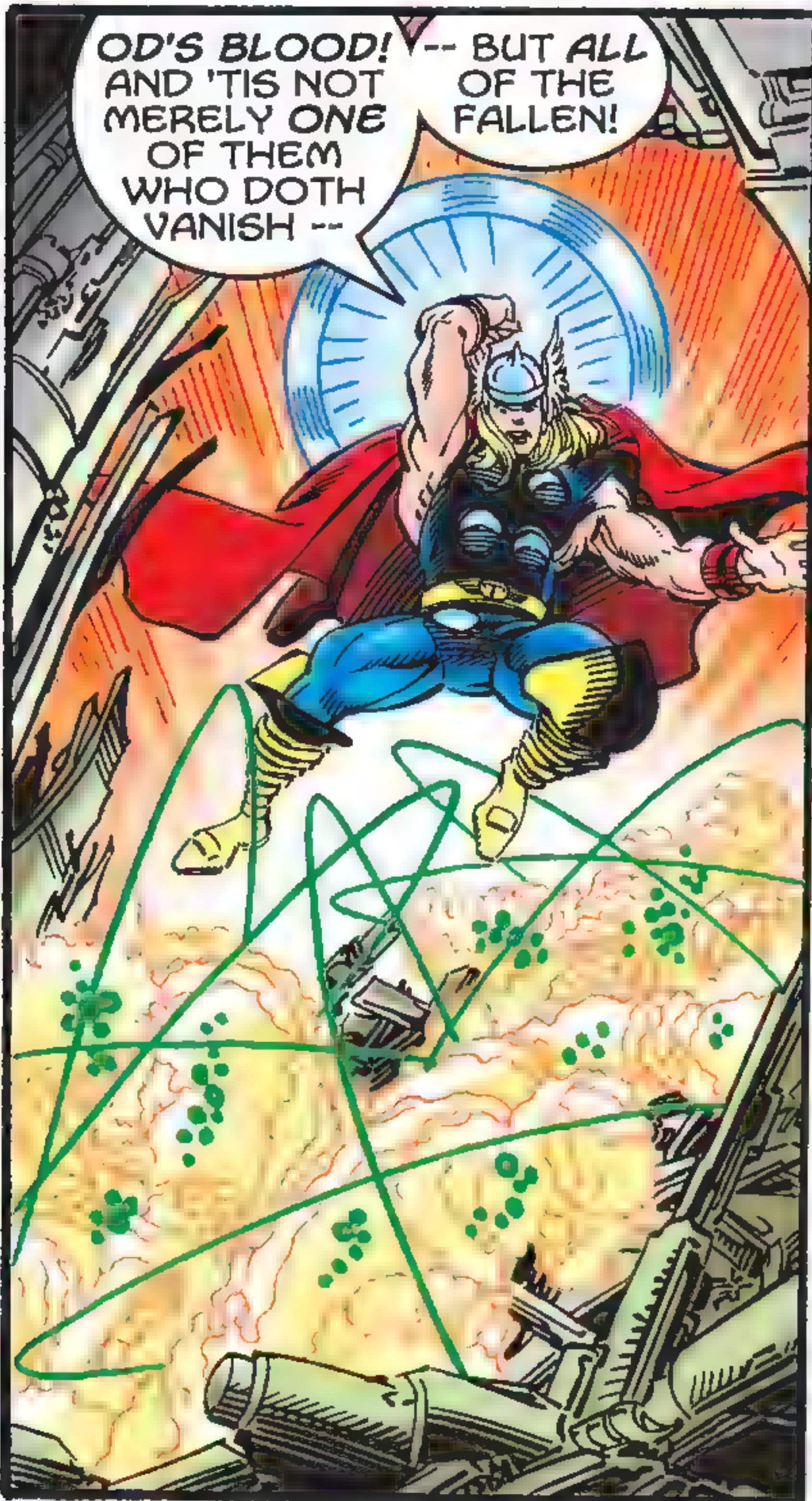
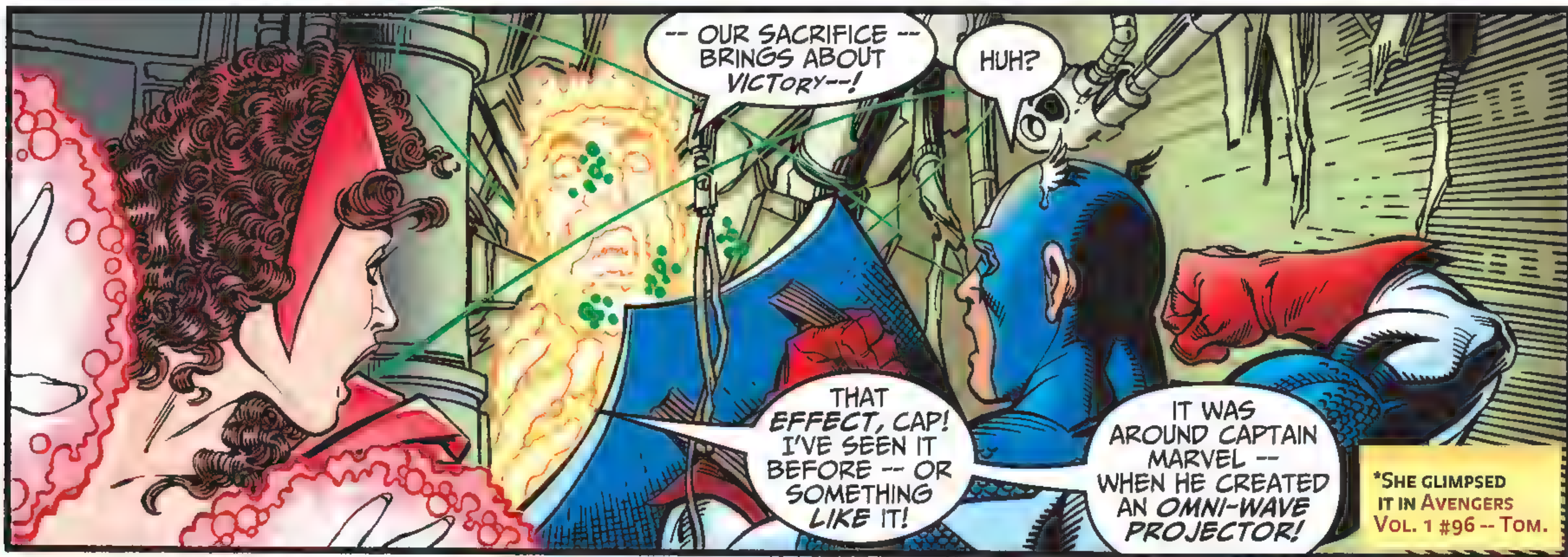
OOPS!



KEEP UP THE PRESSURE, PEOPLE! WE'VE GOT TO BREAK THROUGH -- STOP THAT SUPER-WEAPON!

YOU WILL FAIL, EARTHER!

FOR THOUGH WE FALL --



THE OMNI-WAVE PROJECTOR.

ORIGINALLY CREATED AS A MEANS OF COMMUNICATION -- BUT CAPABLE OF BEING CONVERTED INTO A TERRIBLE ENGINE OF DESTRUCTION.

AND IN THIS FORM, MODIFIED BY THE UNCANNY INHUMANS' TERRIGEN MISTS, PROGRAMMED WITH A VARIANT OF WARBIRD'S GENETIC CODE --

HOLY--!

-- IT CAN MUTATE VIRTUALLY ALL OF HUMANITY, TURNING THEM INTO NEO-KREE, AND THE MENTAL SLAVES OF THE SUPREME INTELLIGENCE.

THOSE IT DOESN'T MUTATE WILL DIE HORRIBLY.

IF THE AVENGERS ALLOW IT TO BE FIRED.

PIETRO?

YOU ARE TOO LATE, AVENGERS -- FAR TOO LATE!

THE OMNI-WAVE COUNTDOWN IS BEGUN -- AND AT THIS STAGE, NOBODY CAN STOP IT!

WE SAY THEE NAY, TWISTED ONE! WE SHALL **DESTROY** YON ENGINE OF EVIL, AND --

PIETRO WAS IN THE LEAD --

-- HE BOLTED IN HERE, AND --

PIETRO!
HE'S BEEN --

WATCH OUT, WITCHIE -- OR YOU'RE GONNA JOIN HIM!

"WE GOT SNIPERS!"



YOU WILL NOT BE PERMITTED TO DAMAGE THE OMNI-WAVE PROJECTOR, EARTHERS! YOUR PLANET WILL FALL --

-- AND THE KREE EMPIRE WILL BE REBORN!

SAY IT, AGAIN, KREEP! MAYBE IT'LL SOUND MORE CONVINCING -- WITH THAT GUN OF YOURS CRAMMED DOWN YOUR THROAT!

WE DON'T HAVE TIME FOR THIS! IRON MAN --

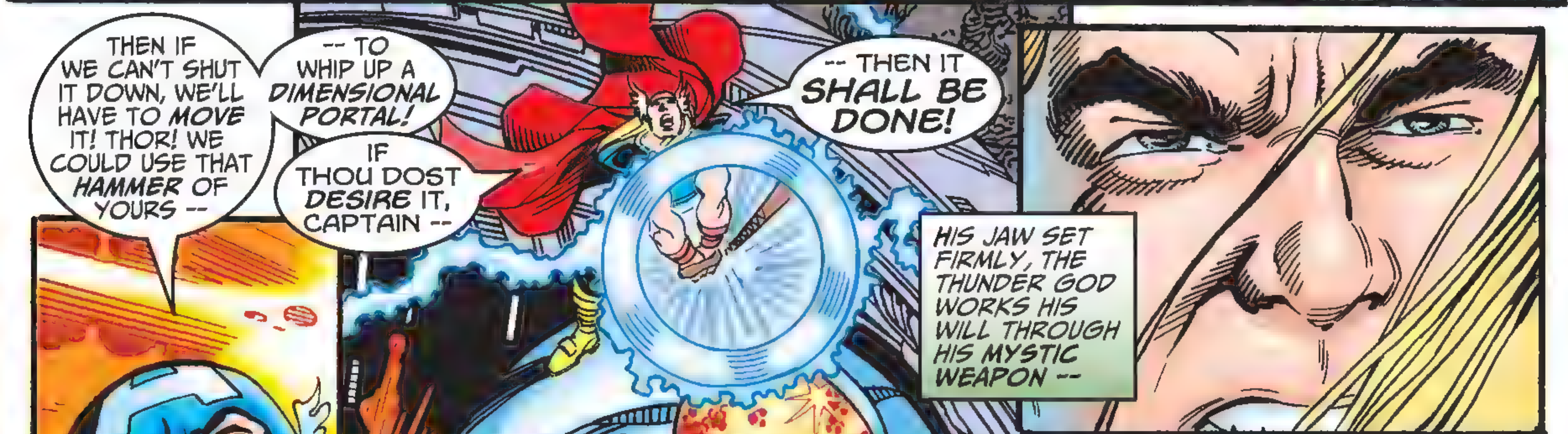
-- CAN YOU SHUT DOWN THE PROJECTOR?



I CAN TRY, CAP --

-- BUT I CAN'T GUARANTEE SUCCESS! WITHOUT A FEW HOURS TO STUDY IT, TAMPERING WITH IT COULD TURN THE THING OFF --

-- BUT IT COULD JUST AS EASILY SET IF OFF!



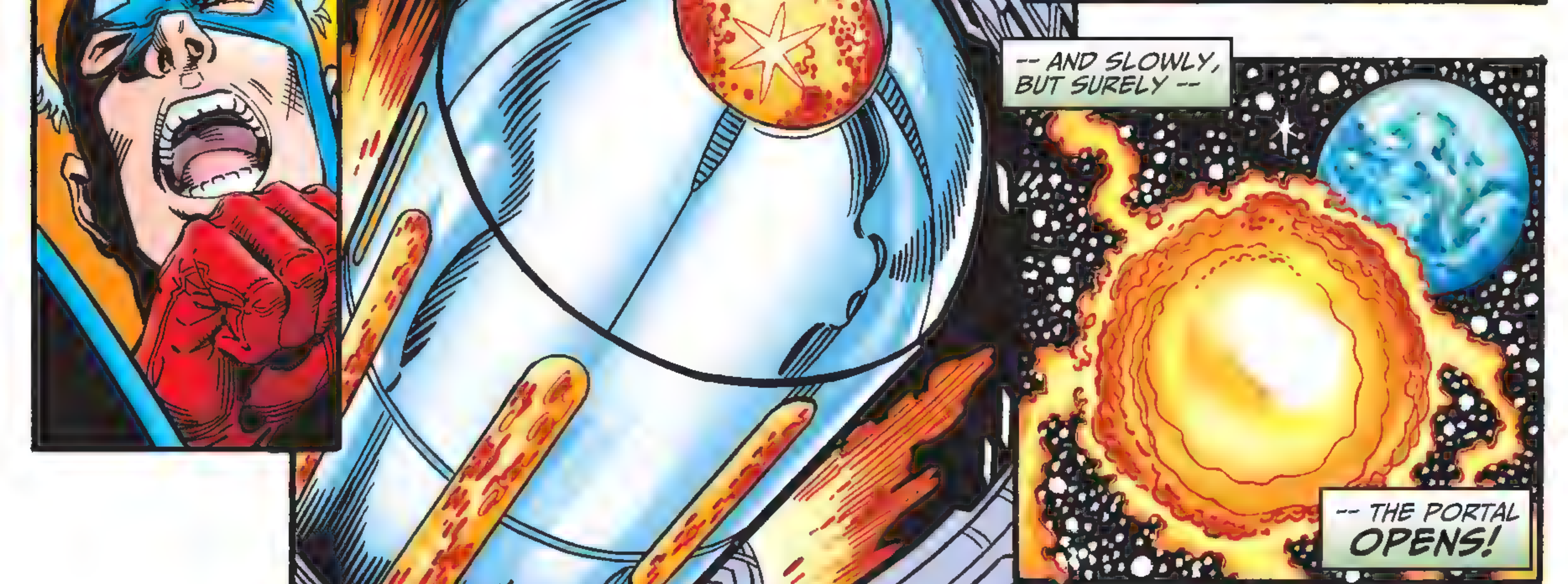
THEN IF WE CAN'T SHUT IT DOWN, WE'LL HAVE TO MOVE IT! THOR! WE COULD USE THAT HAMMER OF YOURS --

-- TO WHIP UP A DIMENSIONAL PORTAL!

IF THOU DOST DESIRE IT, CAPTAIN --

-- THEN IT SHALL BE DONE!

HIS JAW SET FIRMLY, THE THUNDER GOD WORKS HIS WILL THROUGH HIS MYSTIC WEAPON --



-- AND SLOWLY, BUT SURELY --

-- THE PORTAL OPENS!



BUT --

THEY'RE --

THEY'RE ALL VANISHING!

THE KREE!

NOT ALL OF US, TERRANS! ONE OF US MUST REMAIN ALIVE -- TO ENSURE THE SUCCESS OF OUR PLAN!

FEEL THE POWER OF THE UNIVERSAL WEAPON, THOR -- FEEL ITS POWER AND FALL!

UHH!

THOR! HE -- HE BLIND-SIDED HIM!

AN' THE PORTAL! WITHOUT THOR TO KEEP IT OPEN --

-- IT'S SHRINKIN'!

QUICK! GET THAT JERK OFF OF THOR!

I KNEW YOU'D ATTEMPT THAT, HUMAN! BUT THE UNIVERSAL WEAPON IS FAR MORE THAN JUST A BLUDGEON!

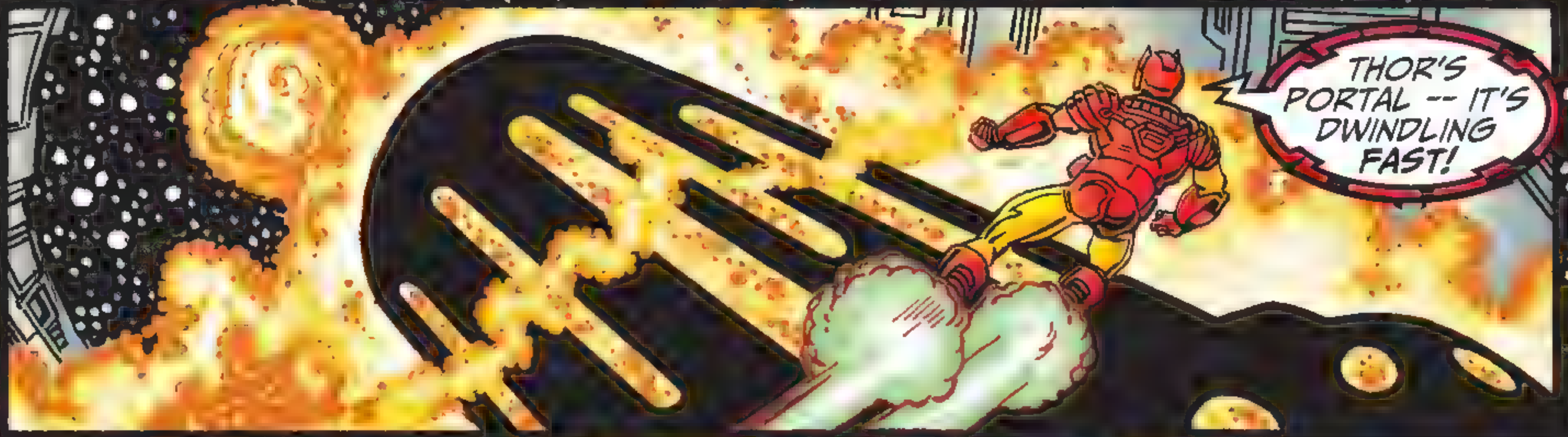
AMONG ITS POWERS IS THE ABILITY TO CREATE --

"-- A CONE OF INVULNERABILITY!"

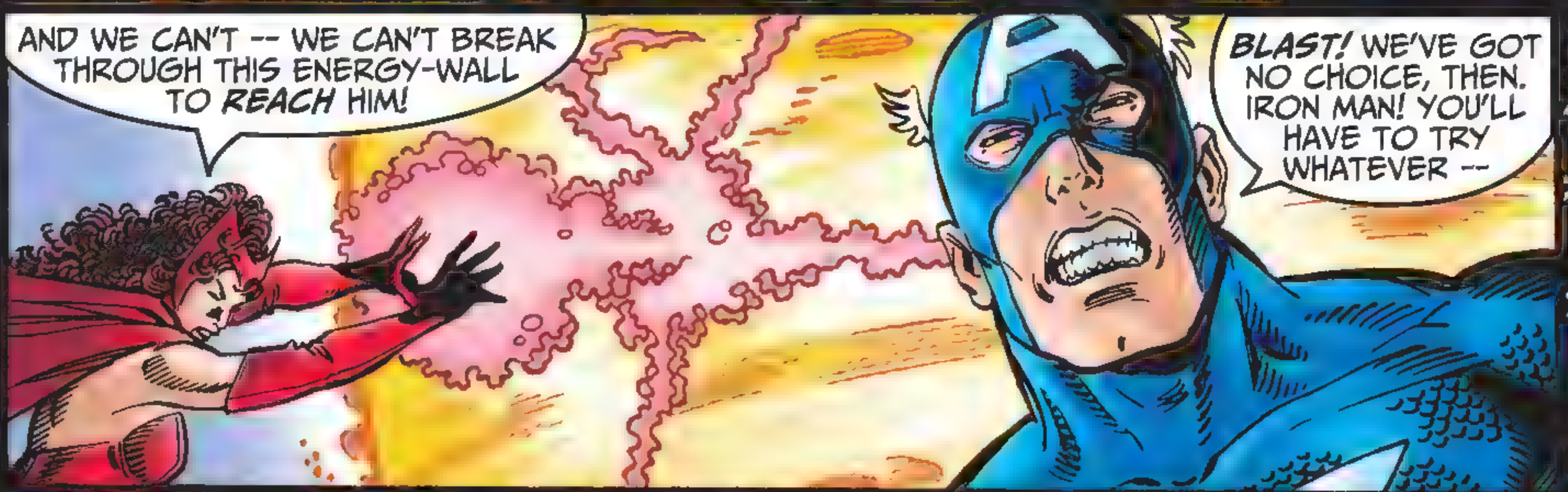
BRAM

ZAKT

BLAST!



THOR'S PORTAL -- IT'S DWINDLING FAST!



AND WE CAN'T -- WE CAN'T BREAK THROUGH THIS ENERGY-WALL TO REACH HIM!

BLAST! WE'VE GOT NO CHOICE, THEN. IRON MAN! YOU'LL HAVE TO TRY WHATEVER --



NO! WAIT!

ANGEL'S MICROWAVE POWERS -- THEY CAN JUICE UP THAT PORTAL! THAT'LL FIX EVERYTHING, RIGHT?

VANCE, WHAT --?



YOU POWERED UP THAT STARGATE, REMEMBER? THIS CAN'T BE ALL THAT DIFFERENT!

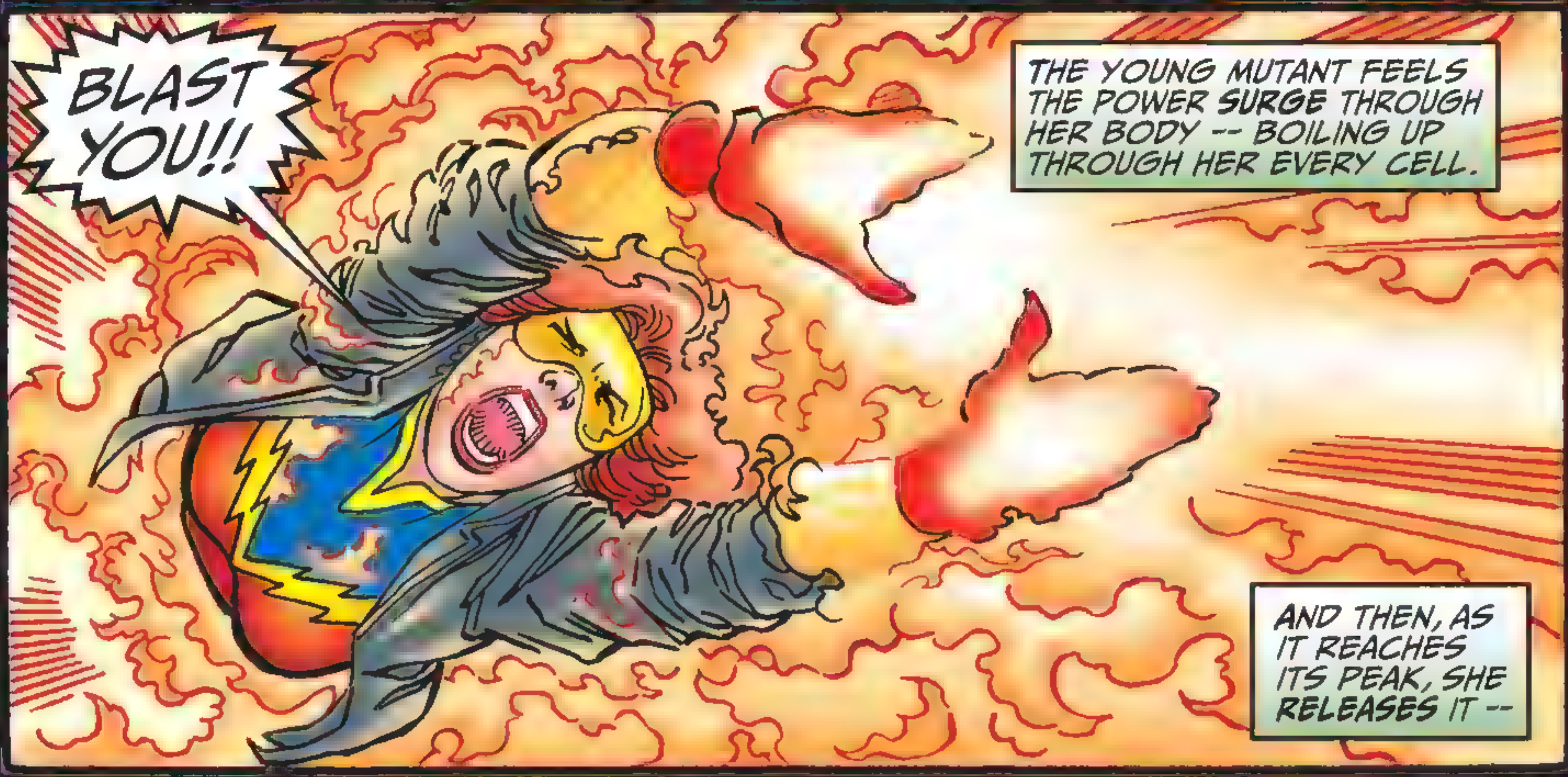
BUT -- WHEN I USE MY POWERS AT THAT KIND OF LEVEL --

THERE'S NO TIME! THAT THING'S GONNA GO OFF ANY SECOND!

FIRESTAR -- THIS HAS TO BE YOUR DECISION. BUT --

BLAST YOU, VANCE.

*IN NEW WARRIORS #41 -- TOM



BLAST YOU!!

THE YOUNG MUTANT FEELS THE POWER SURGE THROUGH HER BODY -- BOILING UP THROUGH HER EVERY CELL.

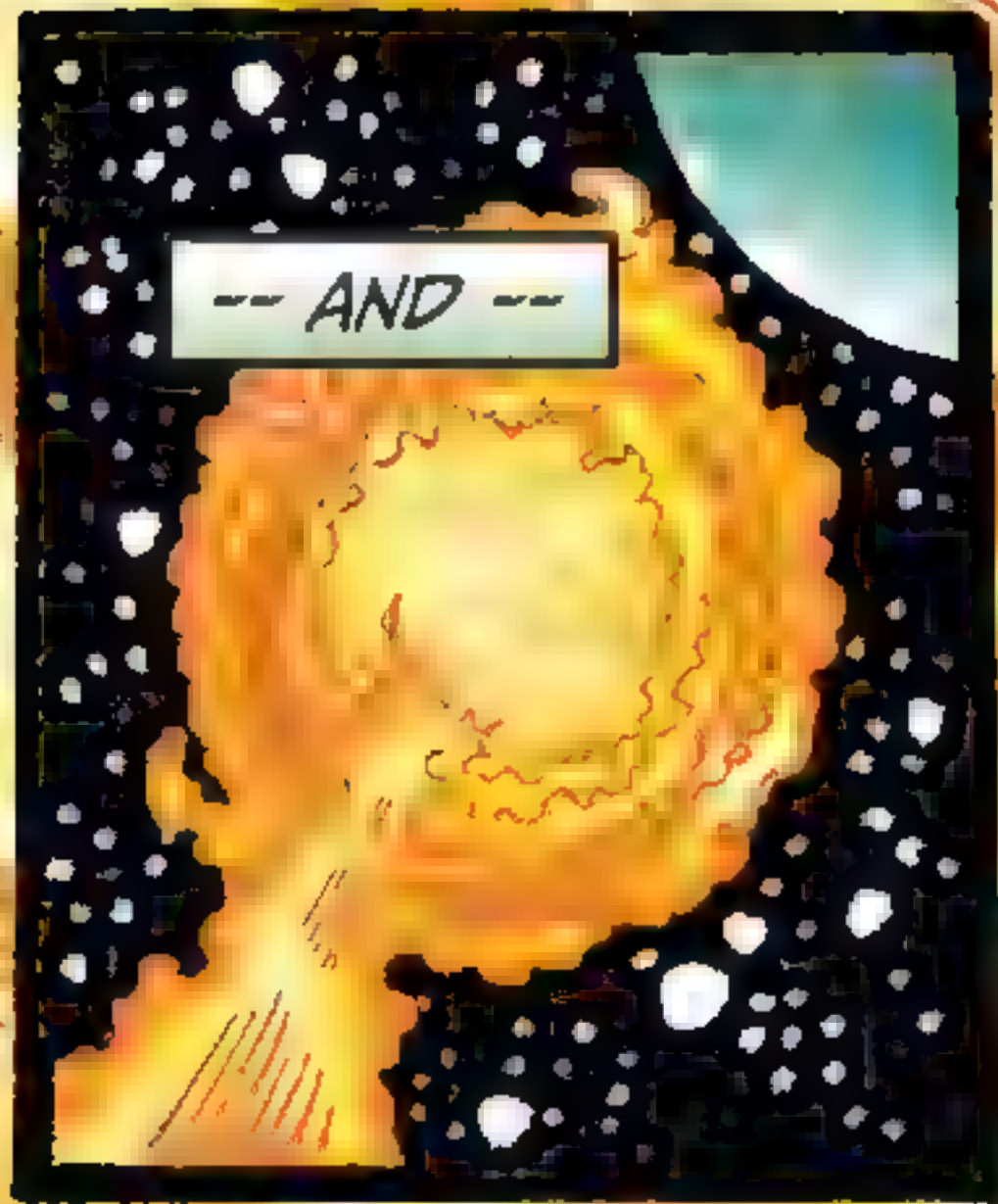
AND THEN, AS IT REACHES ITS PEAK, SHE RELEASES IT --

AND OUT ON THE FRINGES OF SPACE --

HGKK

-- WARBIRO'S DIMINISHED POWER REACHES ITS LIMITS, AND SHE CONVULSES --

-- CONVULSES, AND BEGINS TO FALL --



-- AND --

ADMIT
DEFEAT, FOUL ONE!
YOUR WEAPON IS NO
MATCH FOR THE MIGHT
OF MJOLNIR -- OR
THE STRENGTH
OF THOR!

OH, YOU'VE
BEATEN ME,
THOR -- BUT I'LL
NEVER ADMIT
DEFEAT!

"THE PORTAL --

BECAUSE I
DIE -- A LOYAL
SOLDIER OF MY
EMPIRE --

AND MY
DEATH -- MY
DEATH BRINGS
ABOUT OUR
VICTORY --!

"-- IT'S GROWING!"

THE CONE
FADES! BUT --
WHAT OF THE
INFERNAL
DEVICE?

DON'T
WORRY,
THOR -- THE
OMNI-WAVE
PROJECTOR
IS OUTTA
HERE!

JUST
AS SOON
AS I GIVE
IT --

-- ONE
MORE --

"-- PUSH!"

WHAM!



THE BLAST, AS THE OMNI-WAVE PROJECTOR GOES OFF, AND THE PORTAL RUPTURES, LIGHTS UP THE LUNAR LANDSCAPE FOR MILES AROUND --



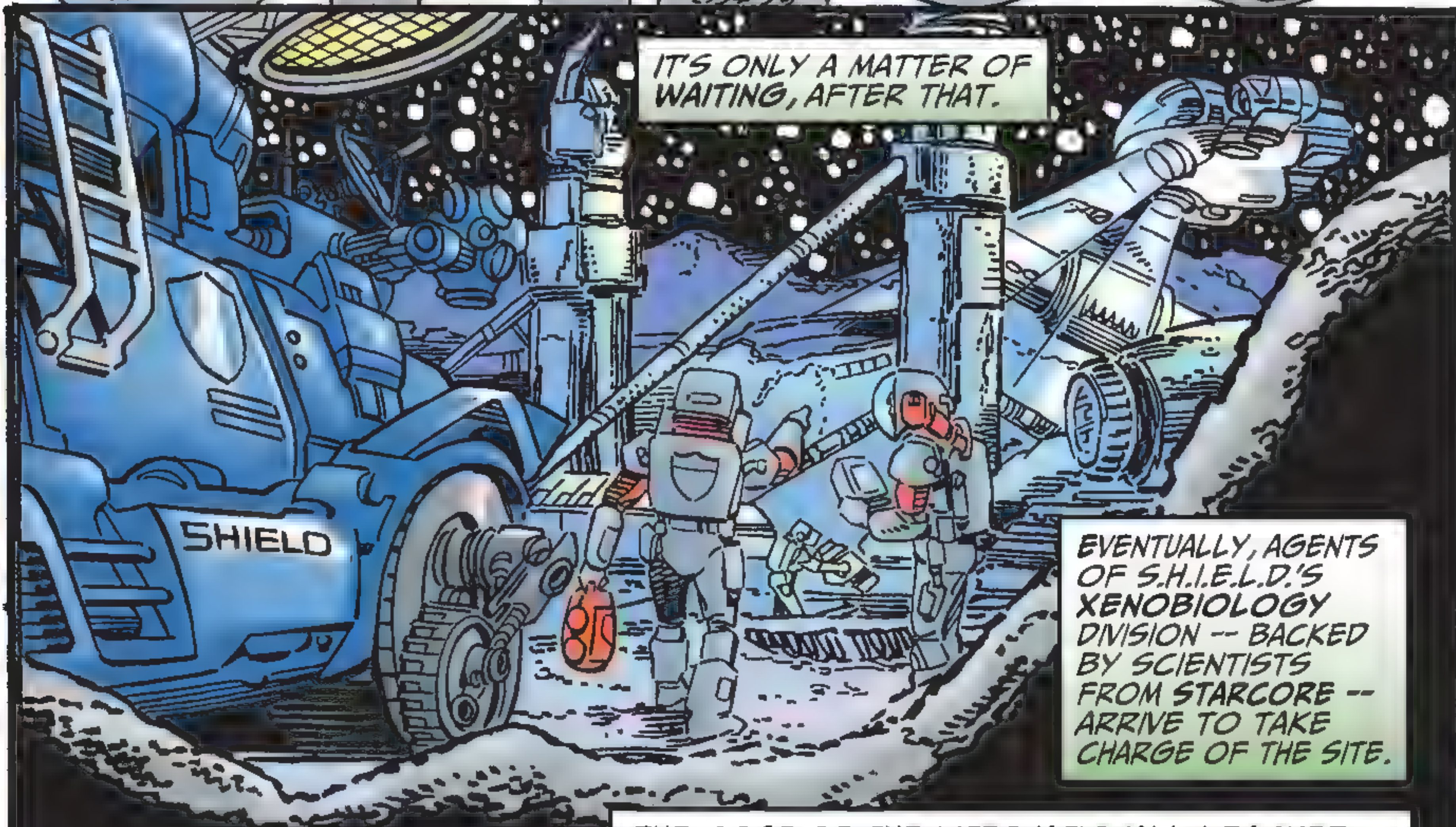
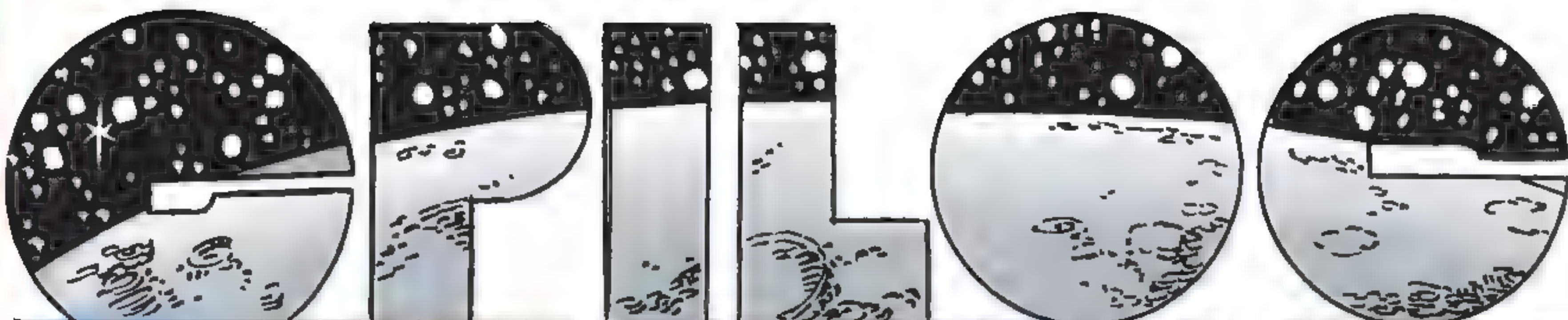
-- AND IS EVEN VISIBLE FROM EARTH.

HOWEVER, THERE ARE THOSE WHO MISS IT...

I -- I FAILED! GUESS I JUST DIDN'T -- DIDN'T HAVE WHAT IT TAKES...

OH, GOD -- I NEED --

-- I NEED A DRINK --!



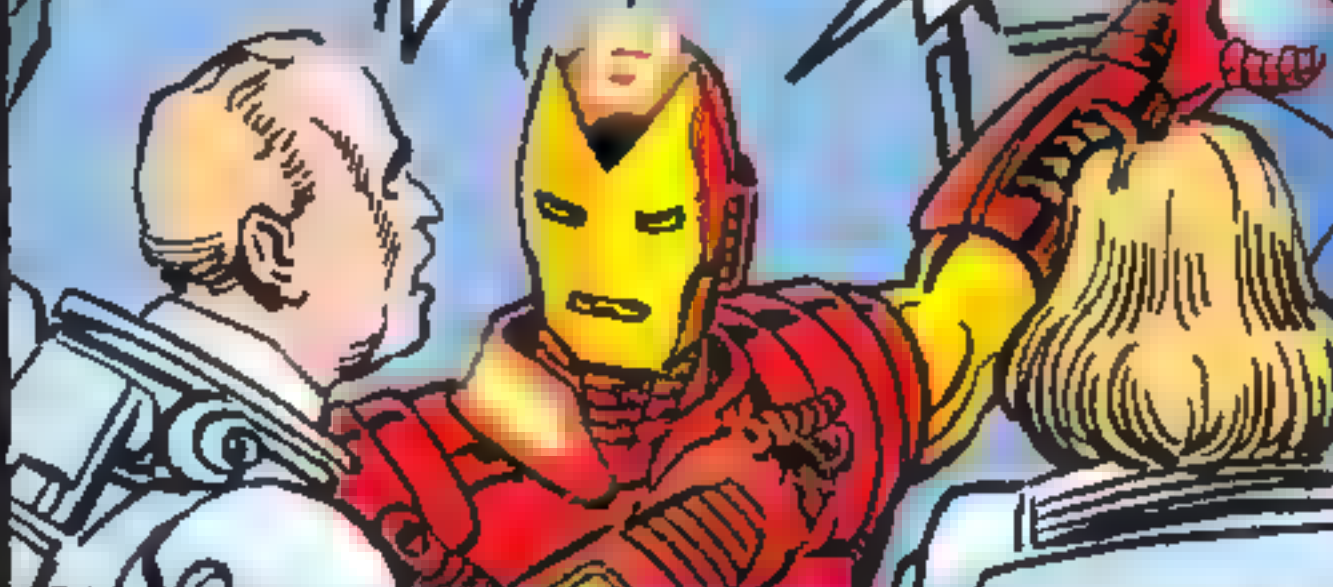
IT'S ONLY A MATTER OF WAITING, AFTER THAT.

EVENTUALLY, AGENTS OF S.H.I.E.L.D.'S XENO BIOLOGY DIVISION -- BACKED BY SCIENTISTS FROM STARCORE -- ARRIVE TO TAKE CHARGE OF THE SITE.

THE COST OF THE INTERNATIONALLY-BACKED OPERATION WILL RUN INTO THE BILLIONS -- BUT AFTER EARTH'S NARROW ESCAPE, NO ONE BALKS.

FRANKLY, I THINK THIS IS OVERDUE. WE'VE WANTED TO STUDY THE BLUE AREA FOR YEARS -- BUT WE'VE NEVER BEEN ABLE TO JUSTIFY THE COST --

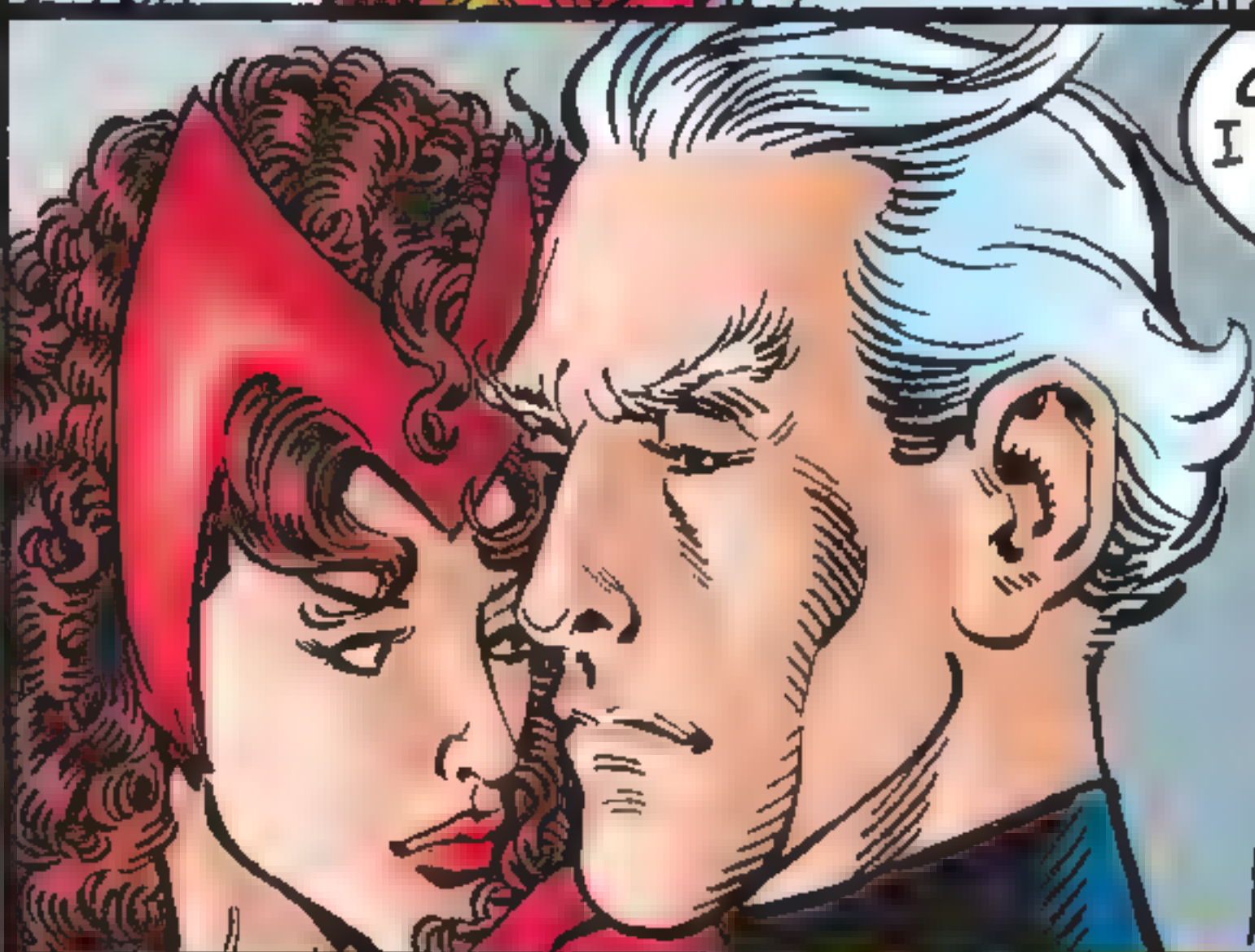
IT'S JUSTIFIED NOW, DOCTOR LIND. UNLESS YOU WANT TO LEAVE THE SUPREME INTELLIGENCE HERE BY HIMSELF -- OR FIGURE OUT HOW TO GET HIM TO EARTH--!



C'MON, ANGEL -- I'M SORRY I WAS A JERK. BUT YOU SAVED THE WORLD. THE WHOLE FREAKING WORLD.

THAT'S GOTTA COUNT FOR SOMETHING, RIGHT?

IT -- HAD TO BE DONE, I GUESS...

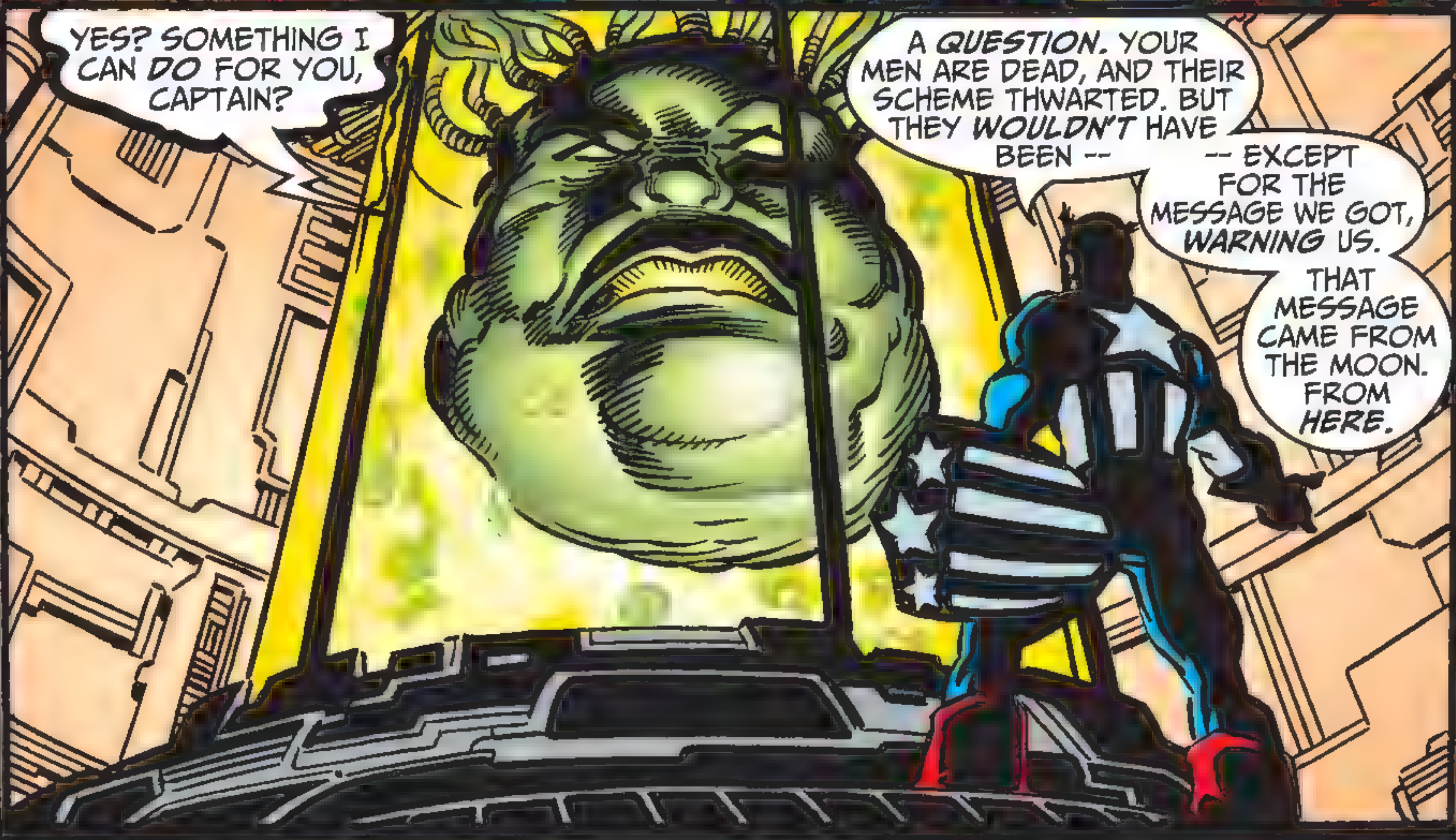


YES? SOMETHING I CAN DO FOR YOU, CAPTAIN?

A QUESTION. YOUR MEN ARE DEAD, AND THEIR SCHEME THWARTED. BUT THEY WOULDN'T HAVE BEEN --

-- EXCEPT FOR THE MESSAGE WE GOT, WARNING US.

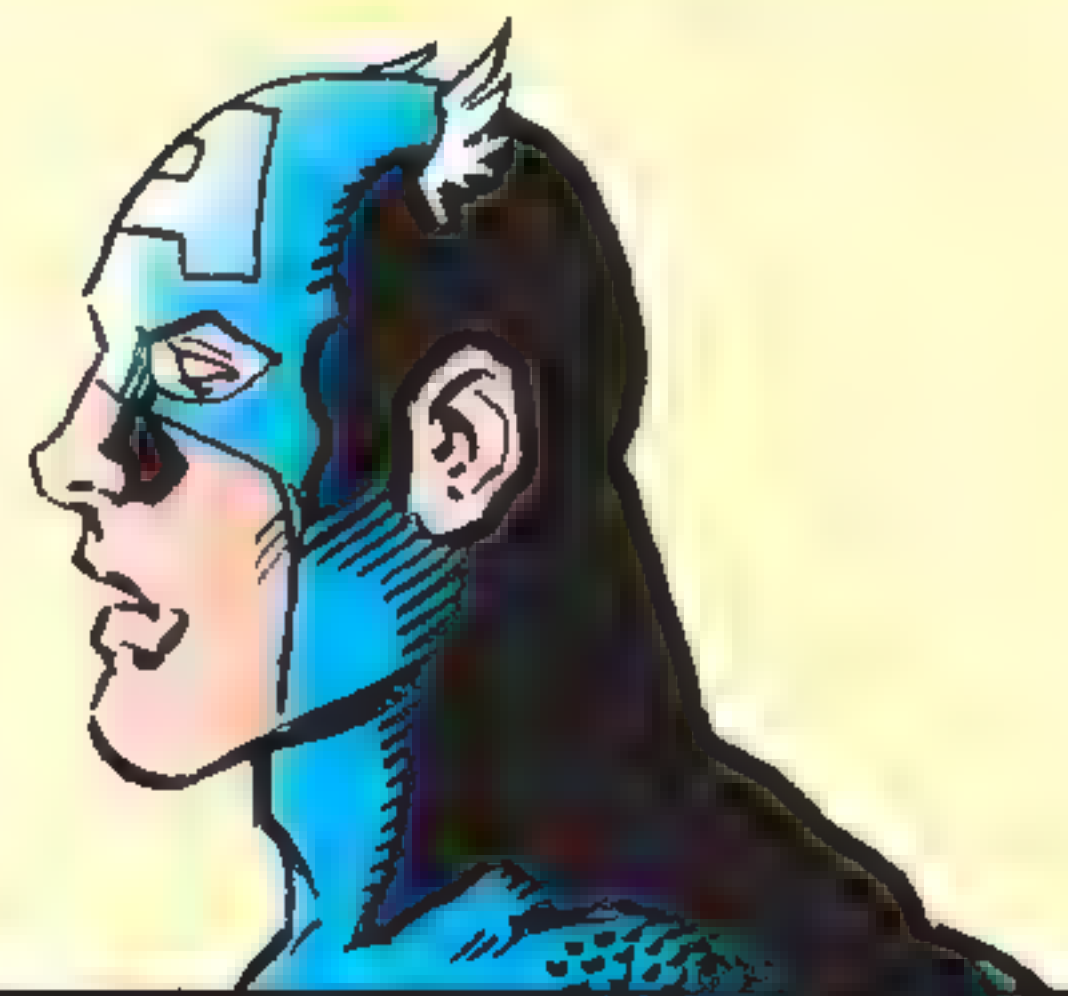
THAT MESSAGE CAME FROM THE MOON. FROM HERE.





WHAT I WANT TO
KNOW IS -- WHO
SENT IT? AND
WHY?

AND HOW SHOULD
I KNOW, CAPTAIN? AFTER
ALL, IT MAKES NO SENSE FOR IT
TO BE ME -- WHY WOULD I
SABOTAGE MY OWN PEOPLE?



I WOULDN'T
PUT IT PAST YOU,
INTELLIGENCE.
YOU'VE DONE IT
BEFORE. PERHAPS
ONE DAY -- I'LL
UNDERSTAND.

AND DEEP
WITHIN THE
MYSTERIOUS
BLUE AREA
OF THE
MOON --

-- THE SUPREME INTELLIGENCE --
THE LIVING COMPUTER EMBODYING
THE GREATEST MINDS IN THE HISTORY
OF THE ALIEN KREE -- IS PLEASED.



IT HAS EVERYTHING IT NEEDS --
A SUPPORT STAFF TO MAINTAIN
ITS CIRCUITRY -- THE FINEST
MINDS ON EARTH TO CONVERSE
WITH AND STUDY...

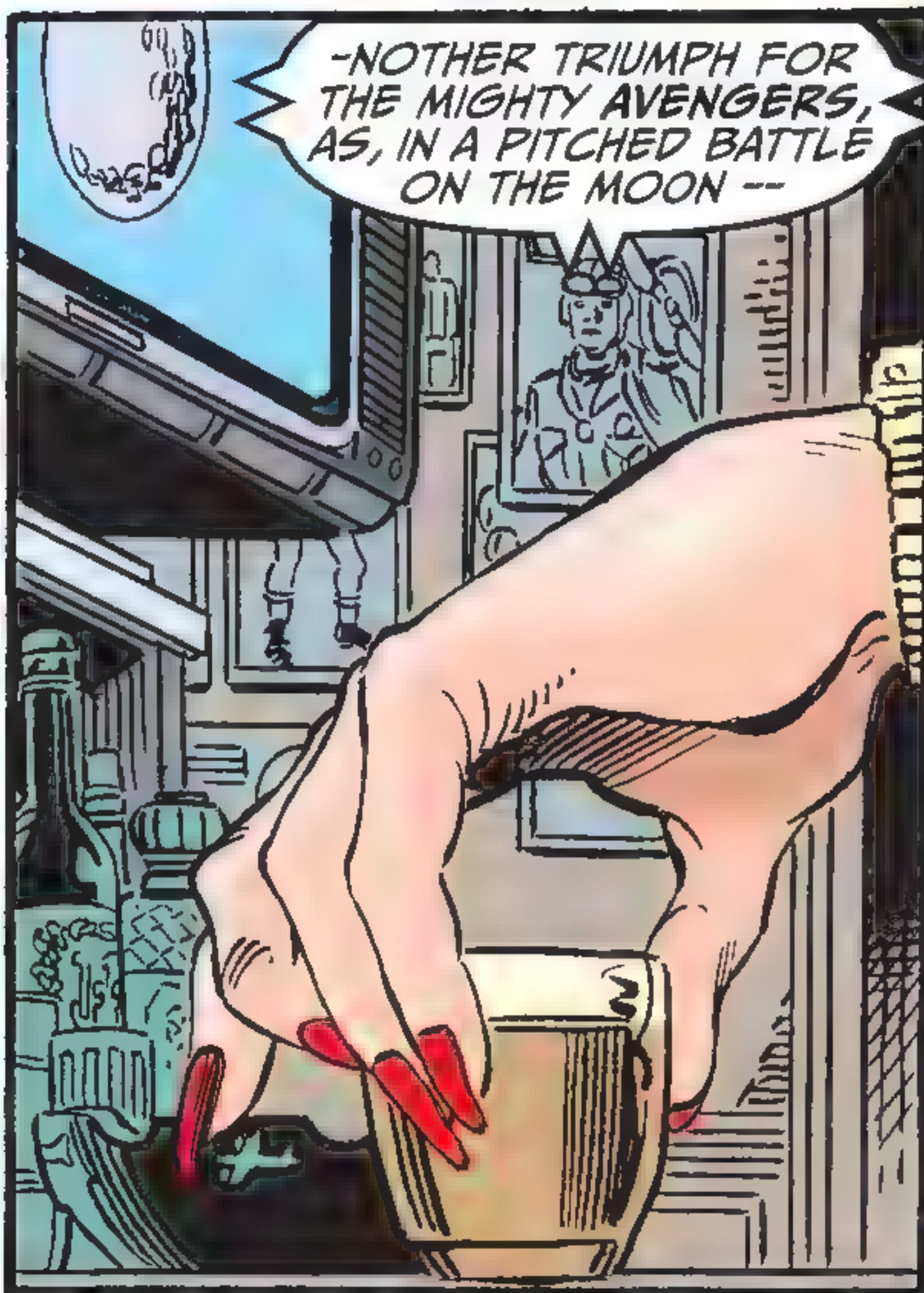


LET THE CENTURIES PASS.
IT HAS PLENTY TO OCCUPY
ITS ATTENTION.

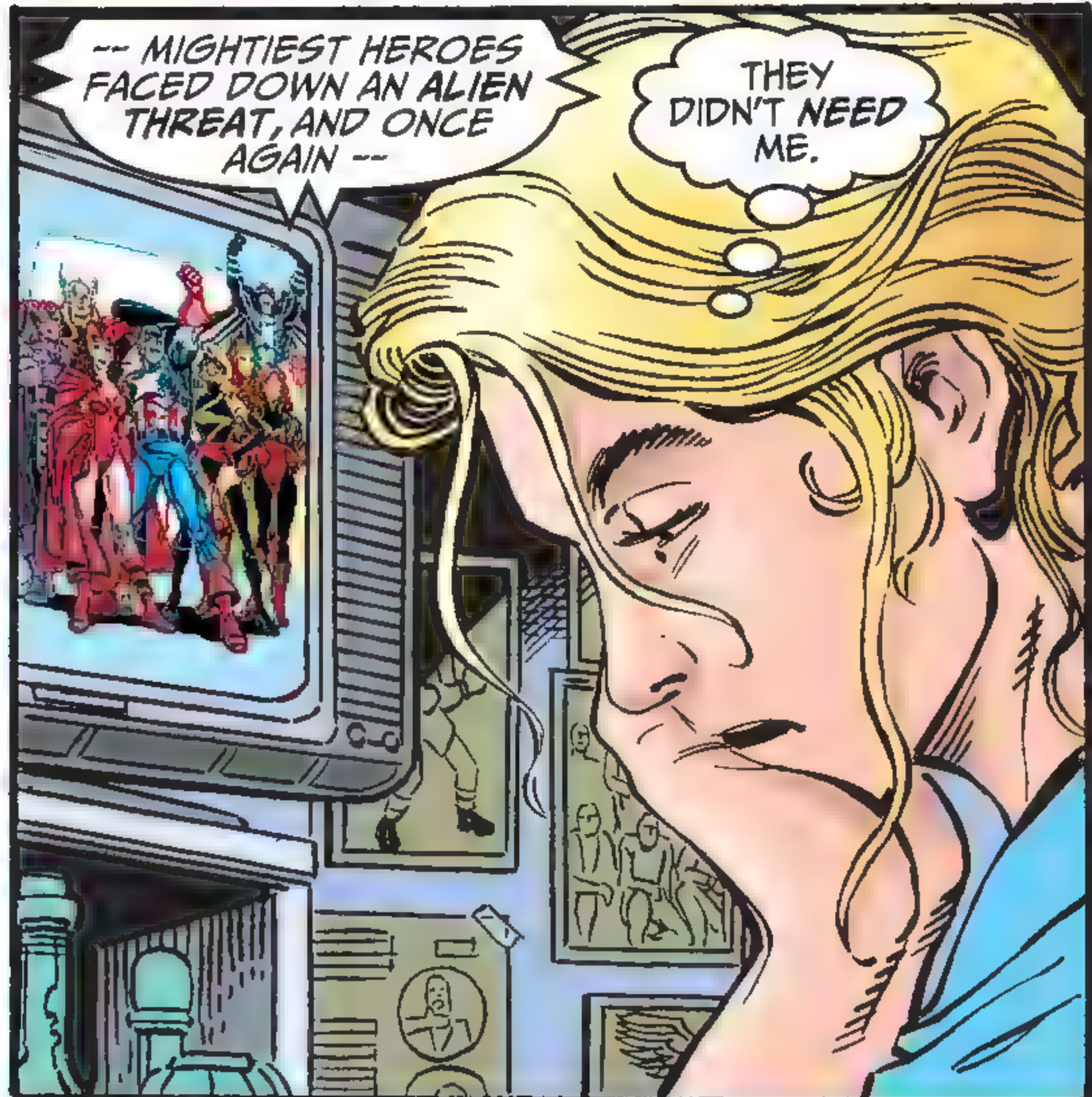
YES, IT'S PLEASED.
WHY WOULDN'T IT BE?



AND, ON
EARTH...

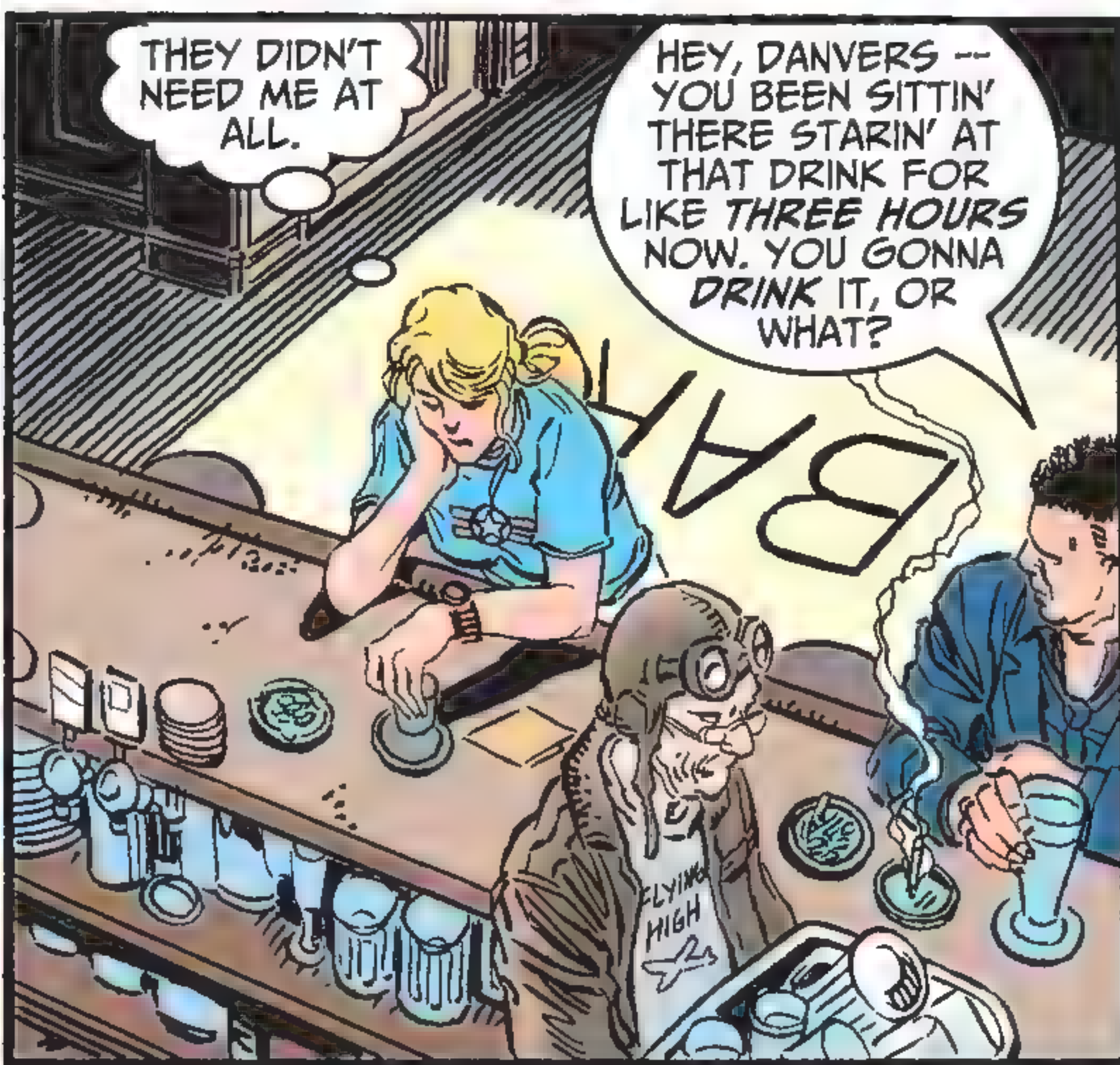


--NOTHER TRIUMPH FOR
THE MIGHTY AVENGERS,
AS, IN A PITCHED BATTLE
ON THE MOON --



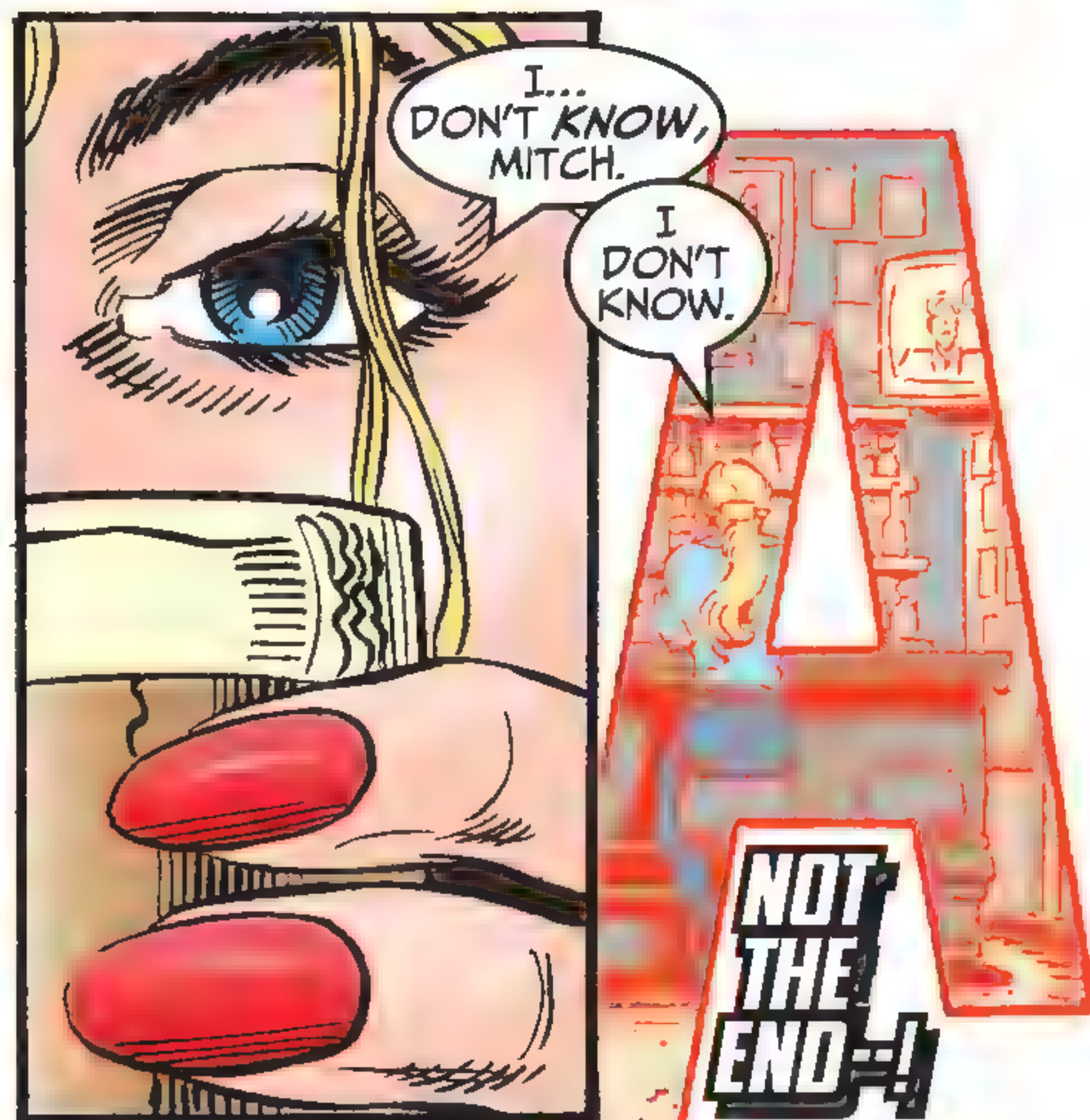
-- MIGHTIEST HEROES
FACED DOWN AN ALIEN
THREAT, AND ONCE
AGAIN --

THEY
DIDN'T NEED
ME.



THEY DIDN'T
NEED ME AT
ALL.

HEY, DANVERS --
YOU BEEN SITTING
THERE STARING AT
THAT DRINK FOR
LIKE THREE HOURS
NOW. YOU GONNA
DRINK IT, OR
WHAT?



I...
DON'T KNOW,
MITCH.

I
DON'T
KNOW.

NOT
THE
END--!

MARVEL
COMICS



SEPT
#8

APPROVED
BY THE
COMICS
CODE
AUTHORITY

EARTH'S MIGHTIEST HEROES

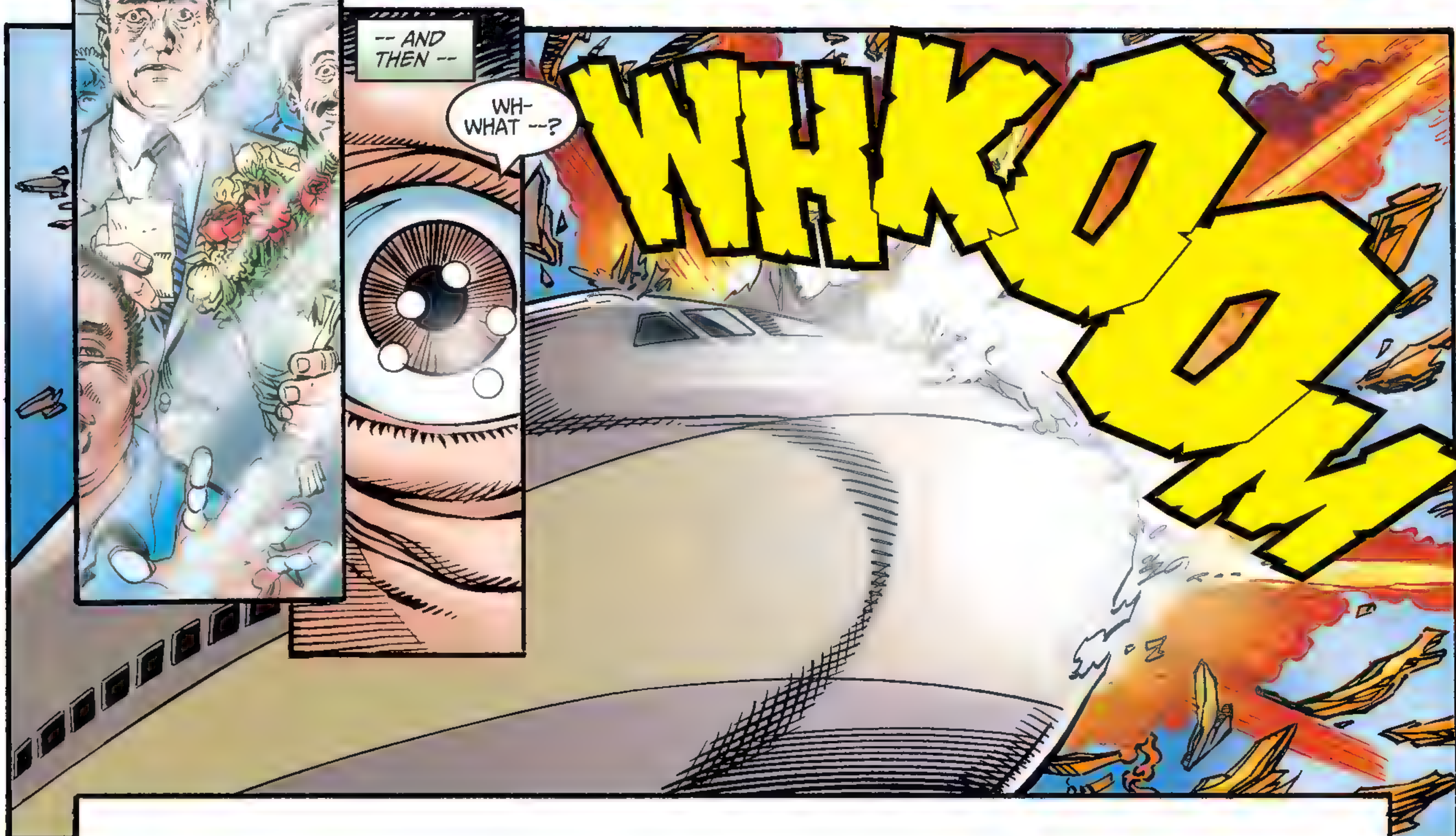
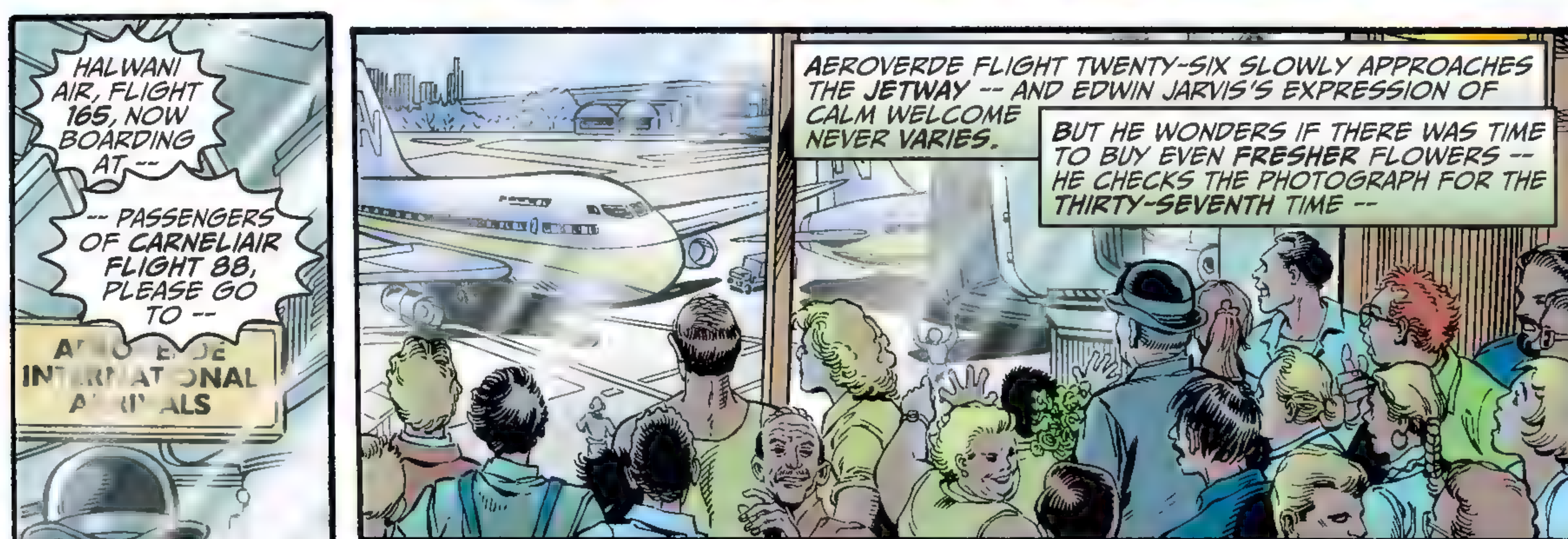
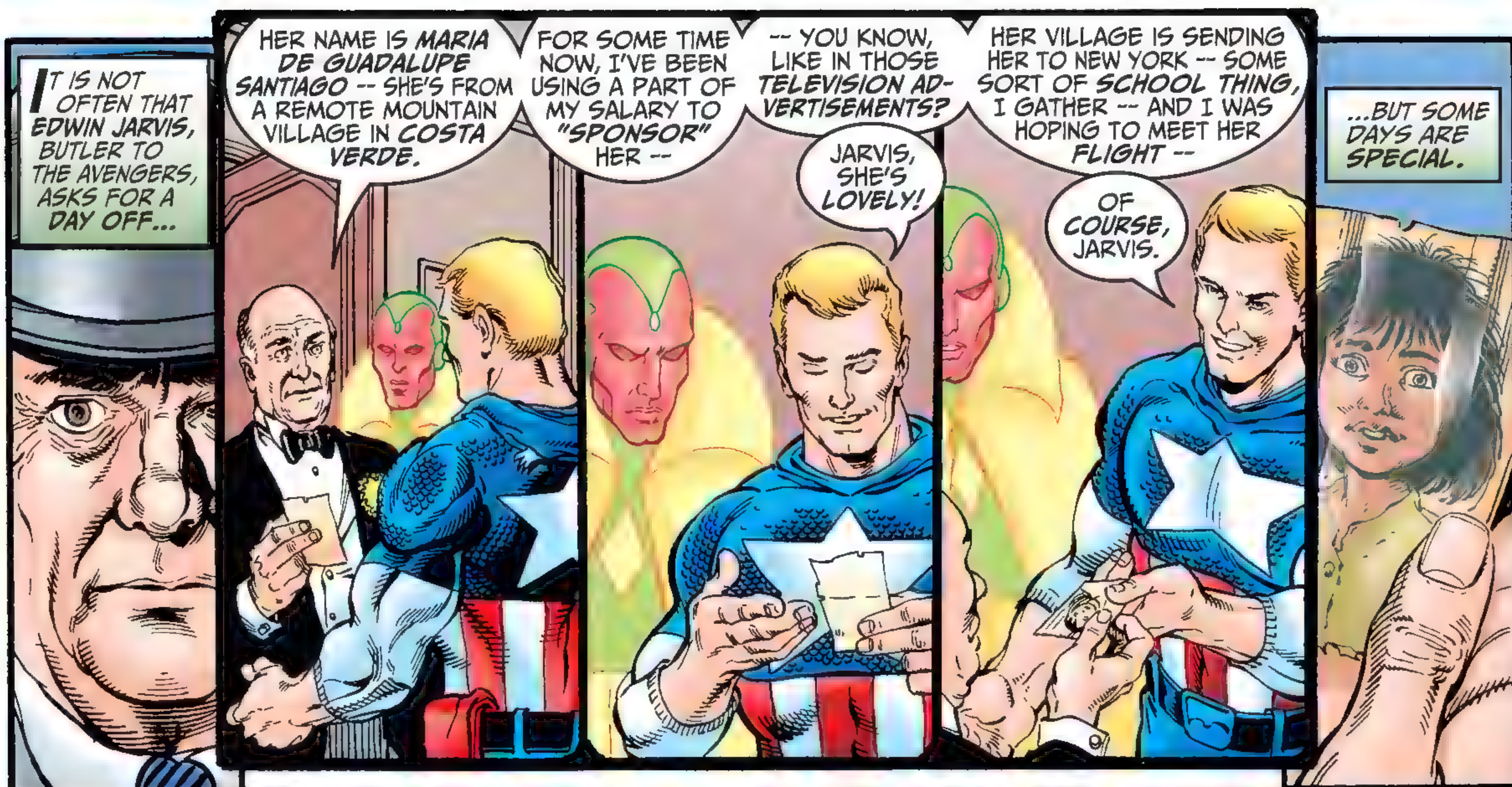
the AVENGERS

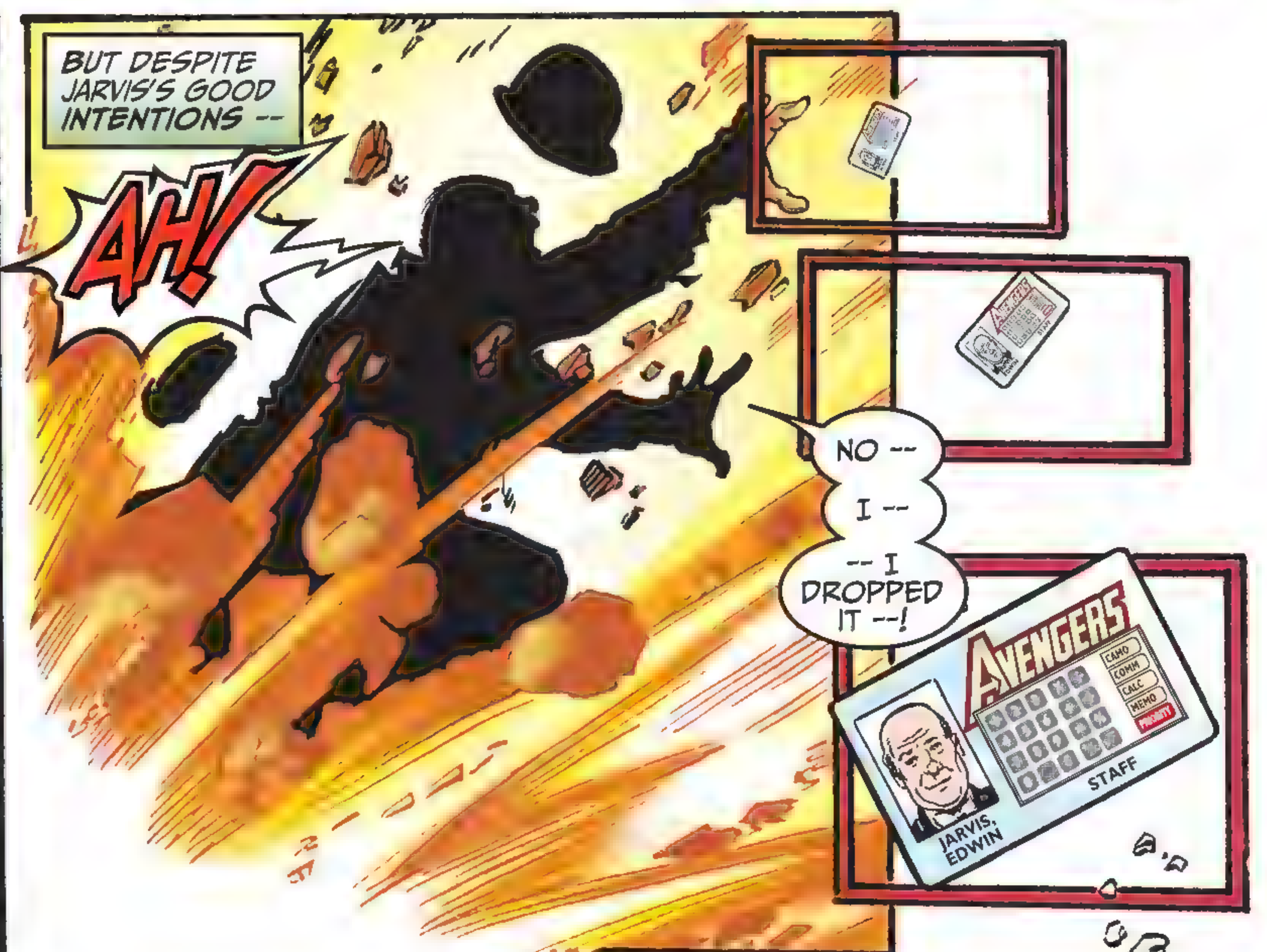
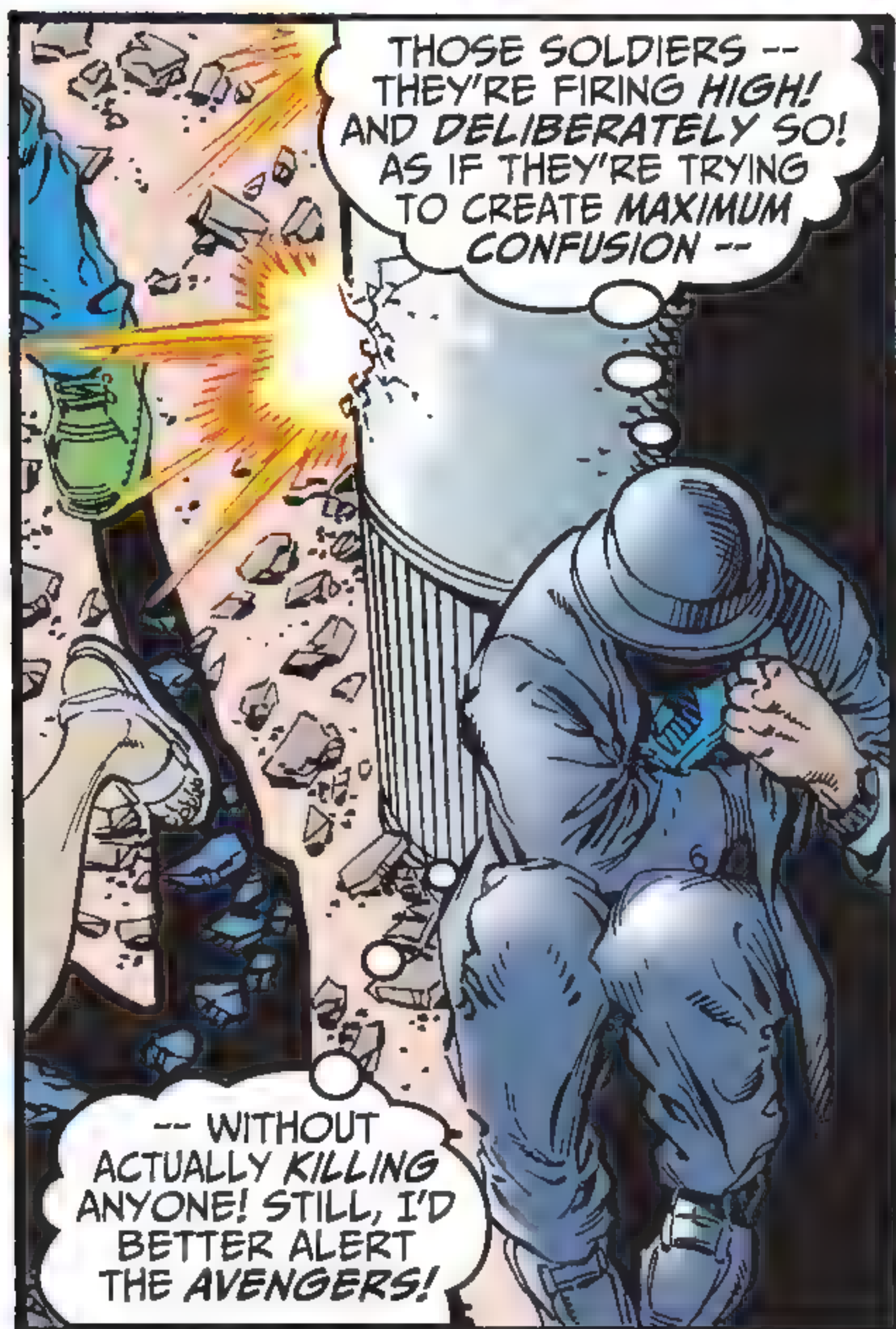
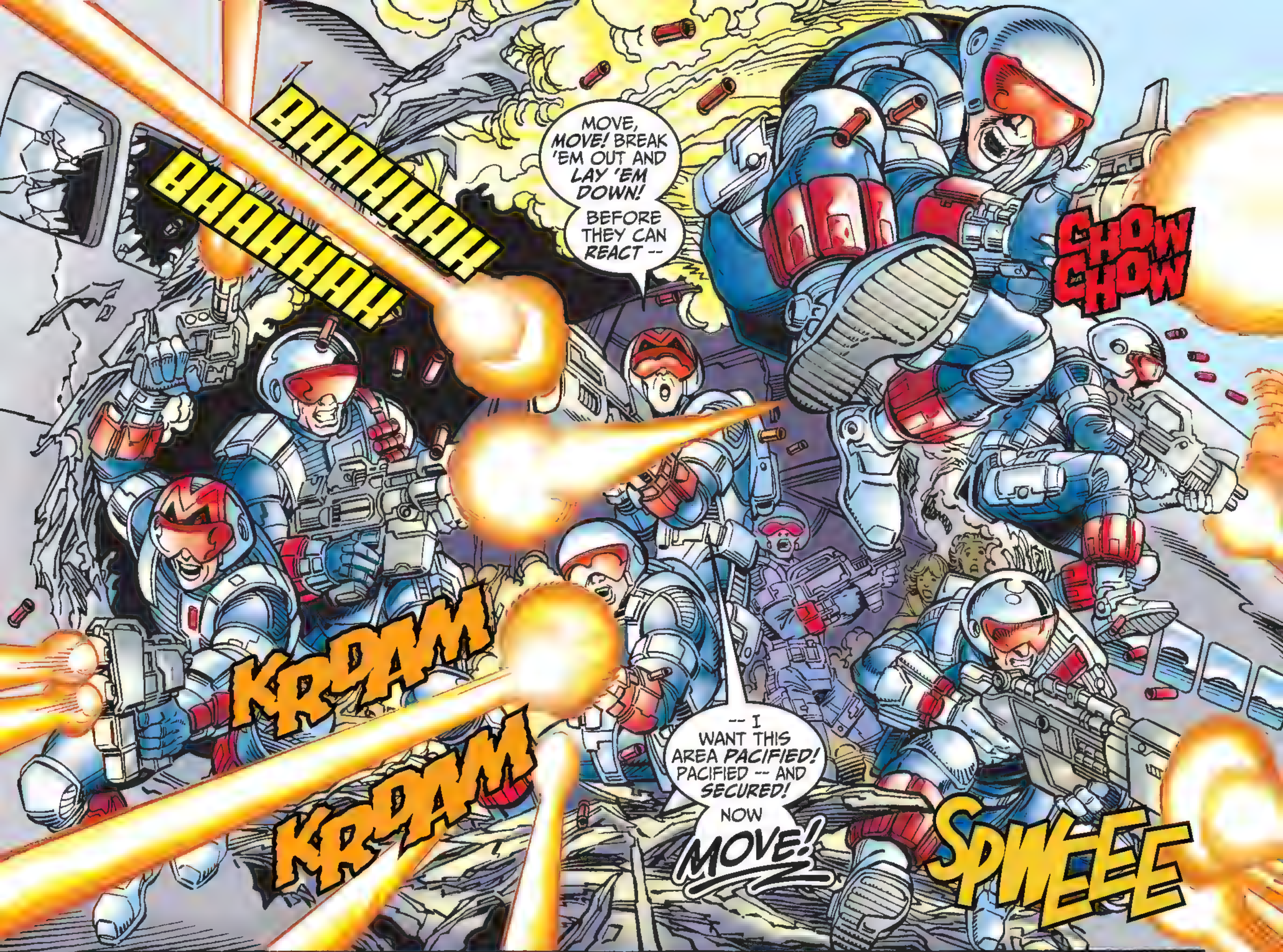
STEP ASIDE,
HEROES --
TRIATHLONTM
IS COMING
THROUGH!



BUSIEK • PÉREZ • VEY

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TURBULENCE!

AND AS JARVIS SCRABBLES
IN THE RUBBLE FOR HIS
COMMUNICARD ---

KURT Busiek by GEORGE Perez

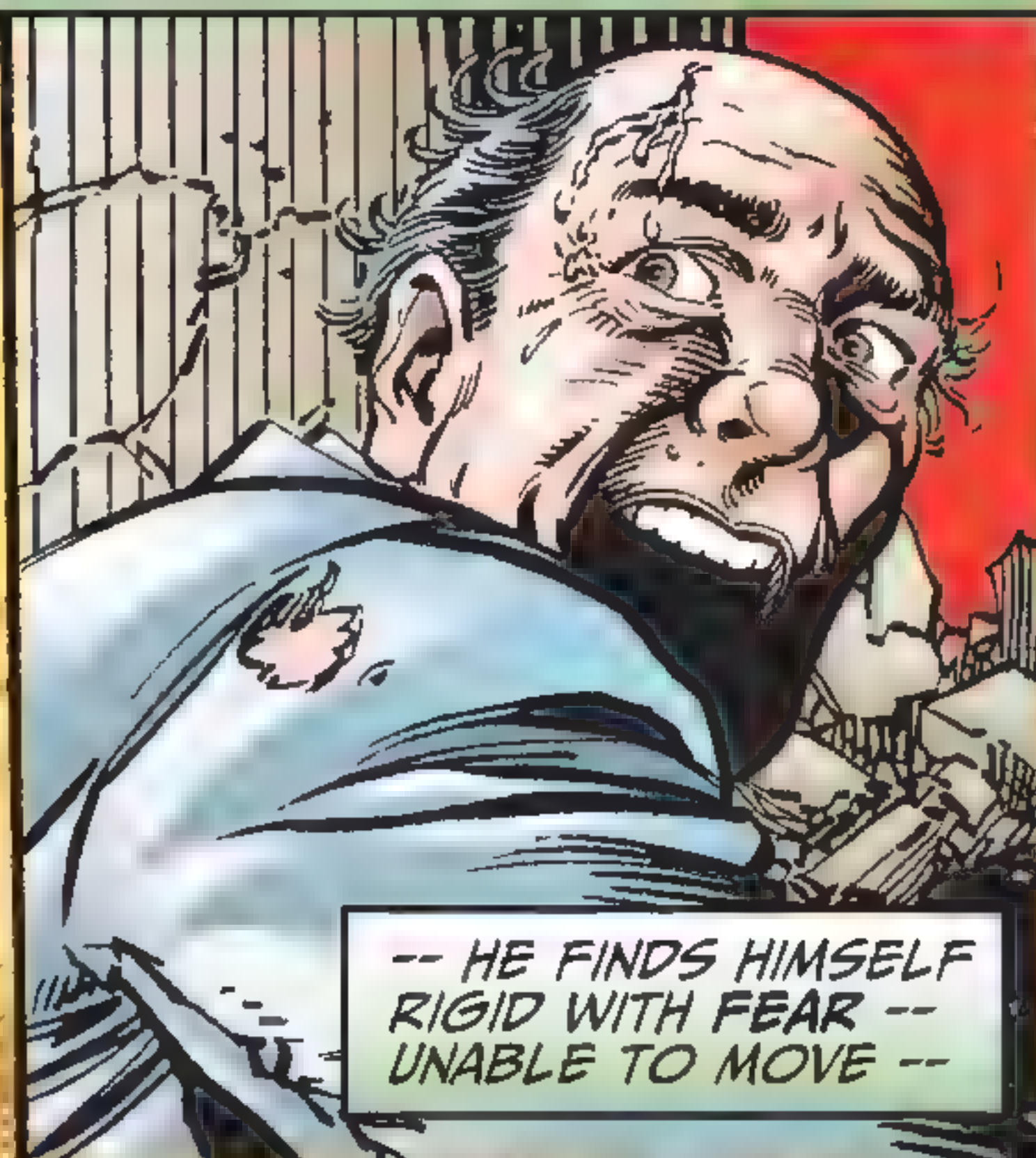
**EVERYBODY
DOWN!**

HEED THE WORDS
OF **LA GARRA
ARGENTADO --
THE SILVERCLAW!**

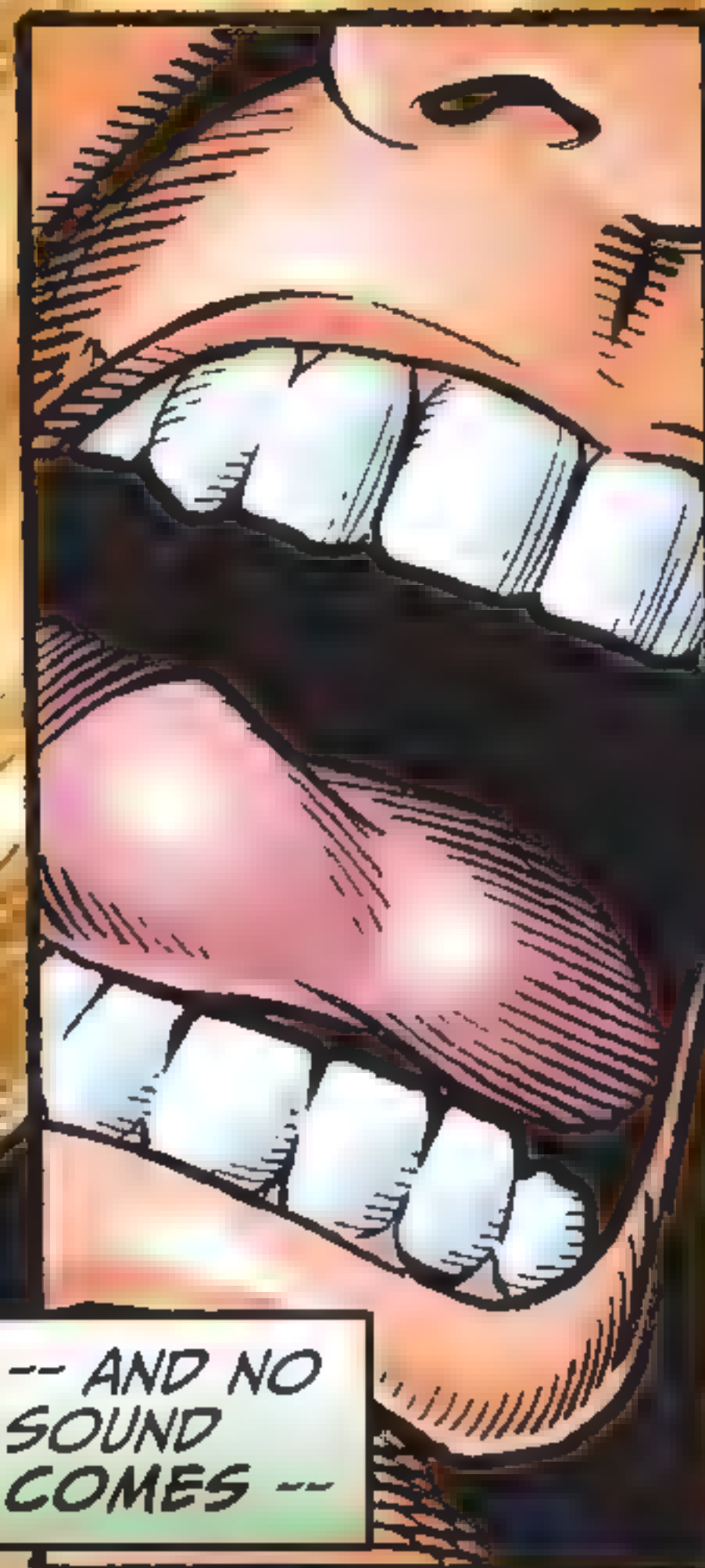
COWER
WHERE YOU
LIE --- AND DO
NOT DARE TO
MOVE ---

-- OR THESE
CORRIDORS
WILL RUN RED
WITH YOUR LIFE'S
BLOOD!

HE WANTS TO LUNGE FOR HIS CARD ---
OR FAILING THAT, TO FLEE, TO SCREAM
FOR HELP. BUT THOUGH HE TENSES HIS
MUSCLES, OPENS HIS MOUTH ---



-- HE FINDS HIMSELF
RIGID WITH FEAR ---
UNABLE TO MOVE ---



-- AND NO
SOUND
COMES ---

AL VEY inker TOM SMITH colors
RS/COMICRAFT/DAVE LANPHEAR Letters
TOM BREUDOORT edits BOB HARRAS chief

AT THAT MOMENT, AT AVENGERS MANSION...

WHAT IS IT, ANGEL? WHAT'S WRONG?

JUST -- JUST LOOK AT ME, VANCE!

I'M LOOKING -- I'M LOOKING!

I CAN'T WEAR THIS -- I'M PRACTICALLY FALLING OUT OF IT! WHAT, WE JOIN THE AVENGERS, AND THAT MEANS THEY CAN RUN OUR LIVES --

-- EVEN TELL US HOW TO DRESS?

IT'S NOT THE COSTUME THAT UPSETS HER -- NOT THIS MUCH.

IT'S BEING PUT IN A POSITION WHERE SHE HAD TO USE HER POWERS AT HEALTH-ENDANGERING LEVELS. WHICH I DID TO HER.*

LOOK, HONEY -- NOBODY'S GOING TO PUSH YOU TO --

*LAST ISSUE -- TOM.

DON'T SAY A WORD, VANCE. YOU'LL JUST TALK ABOUT WHAT AN HONOR BEING AN AVENGER IS, AND I'LL WANT TO SOCK YOU.

I'LL BE OKAY. LET ME JUST --

C'MON, HONEY -- IT'S NOT LIKE THAT. THE WASP WAS BEING FRIENDLY -- THE NEW JUSTICE AND FIRESTAR COSTUMES ARE A GIFT --

FINE. YOU WEAR THIS. I'LL TAKE YOURS -- AT LEAST IT COVERS YOU!

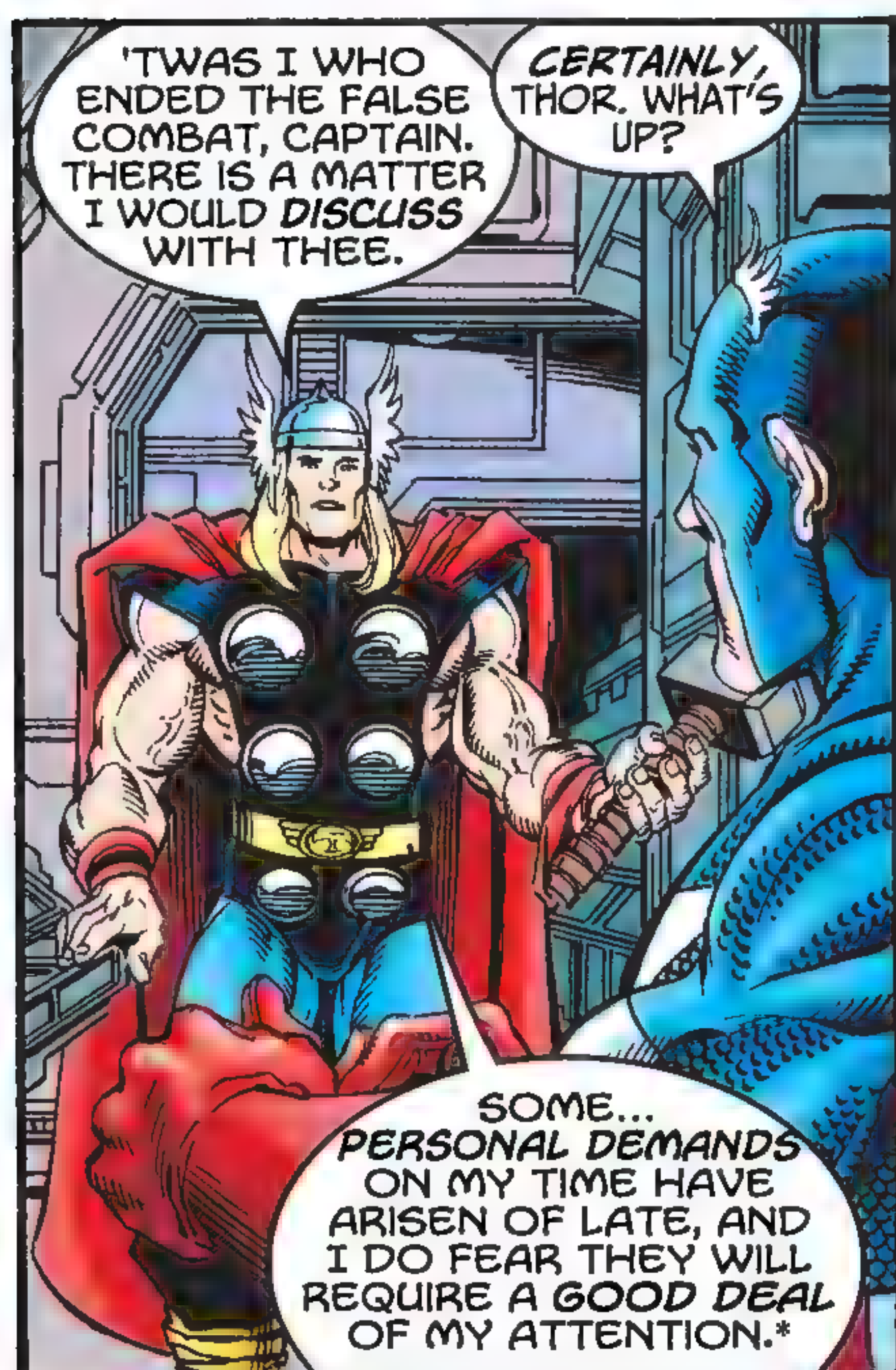
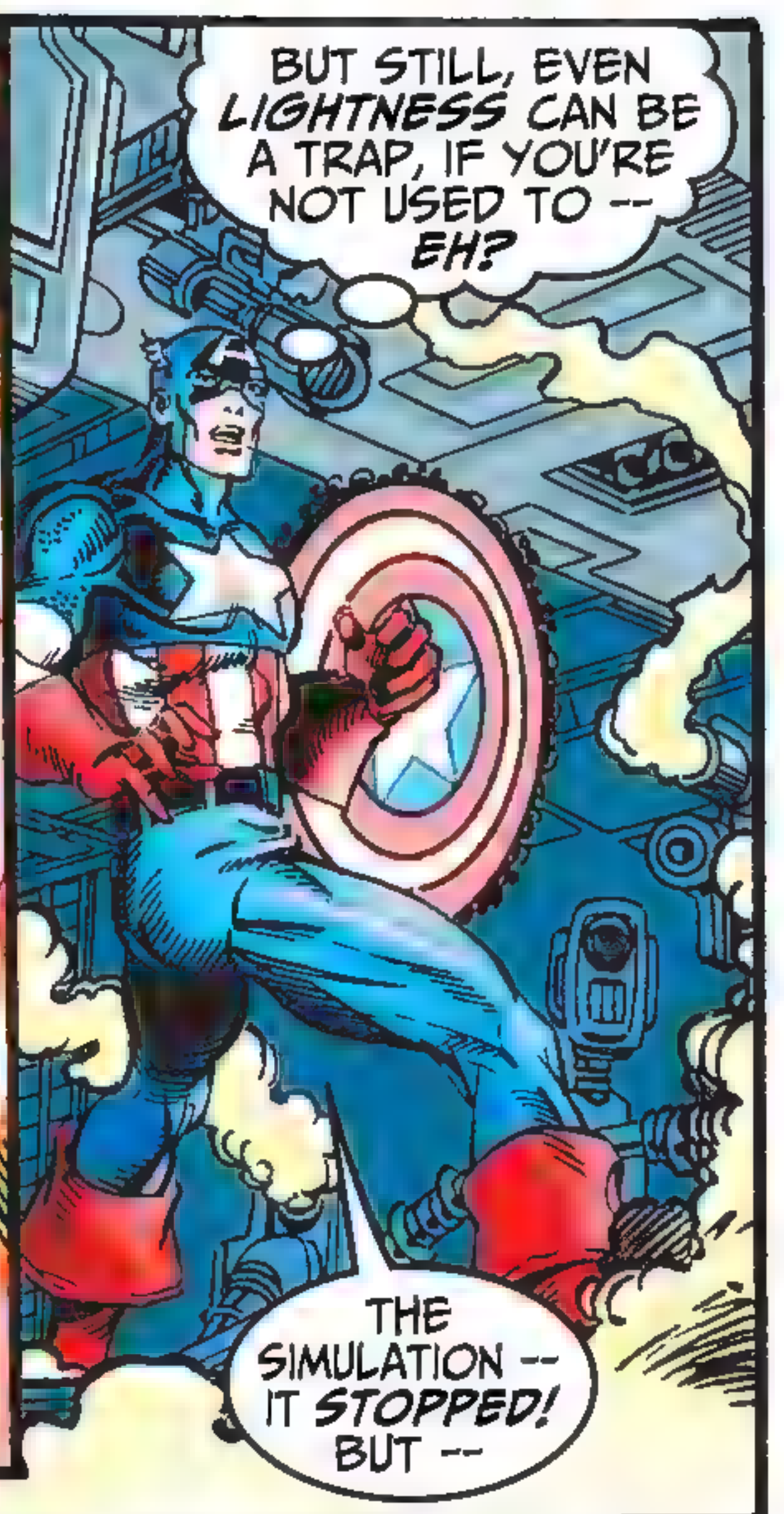
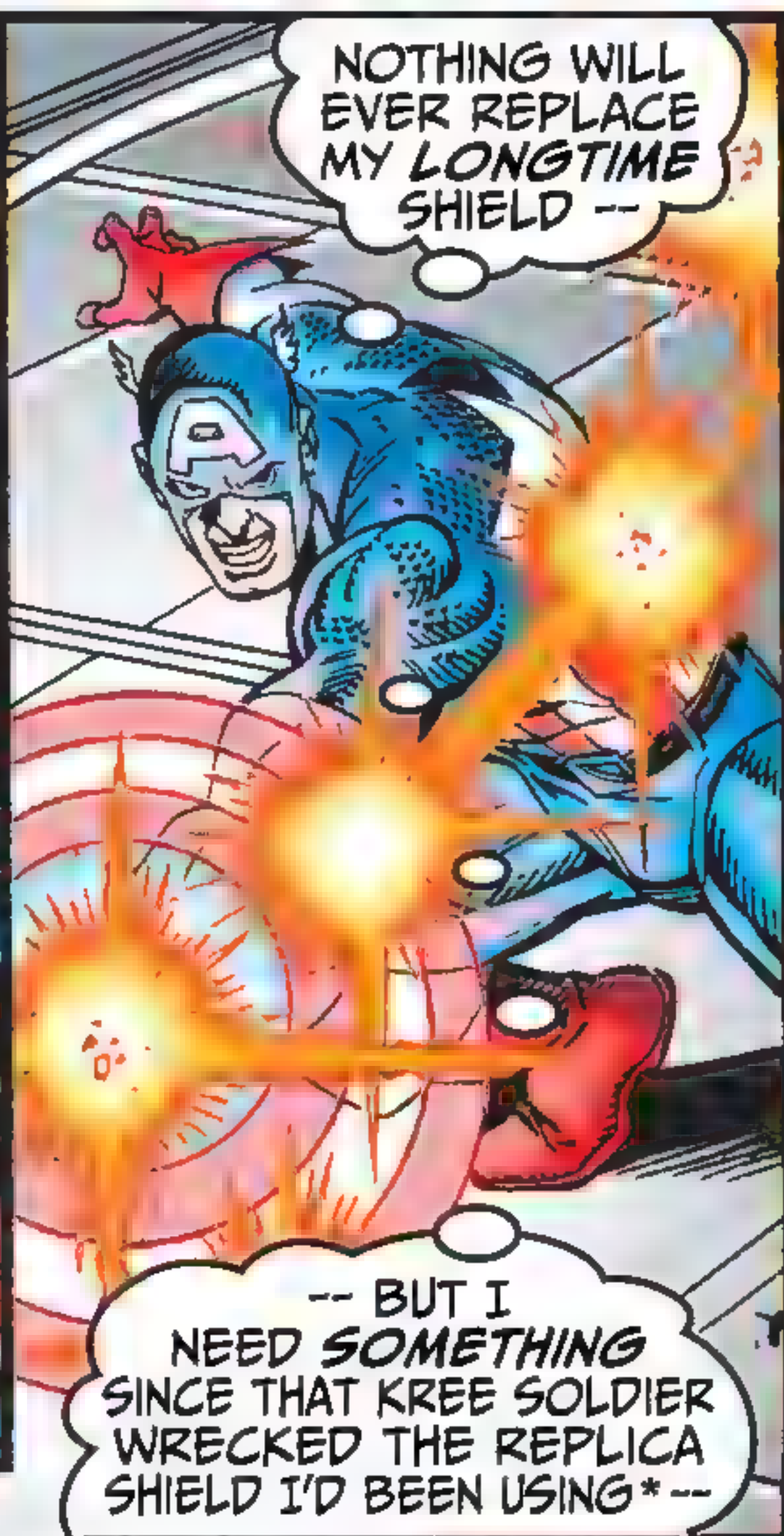
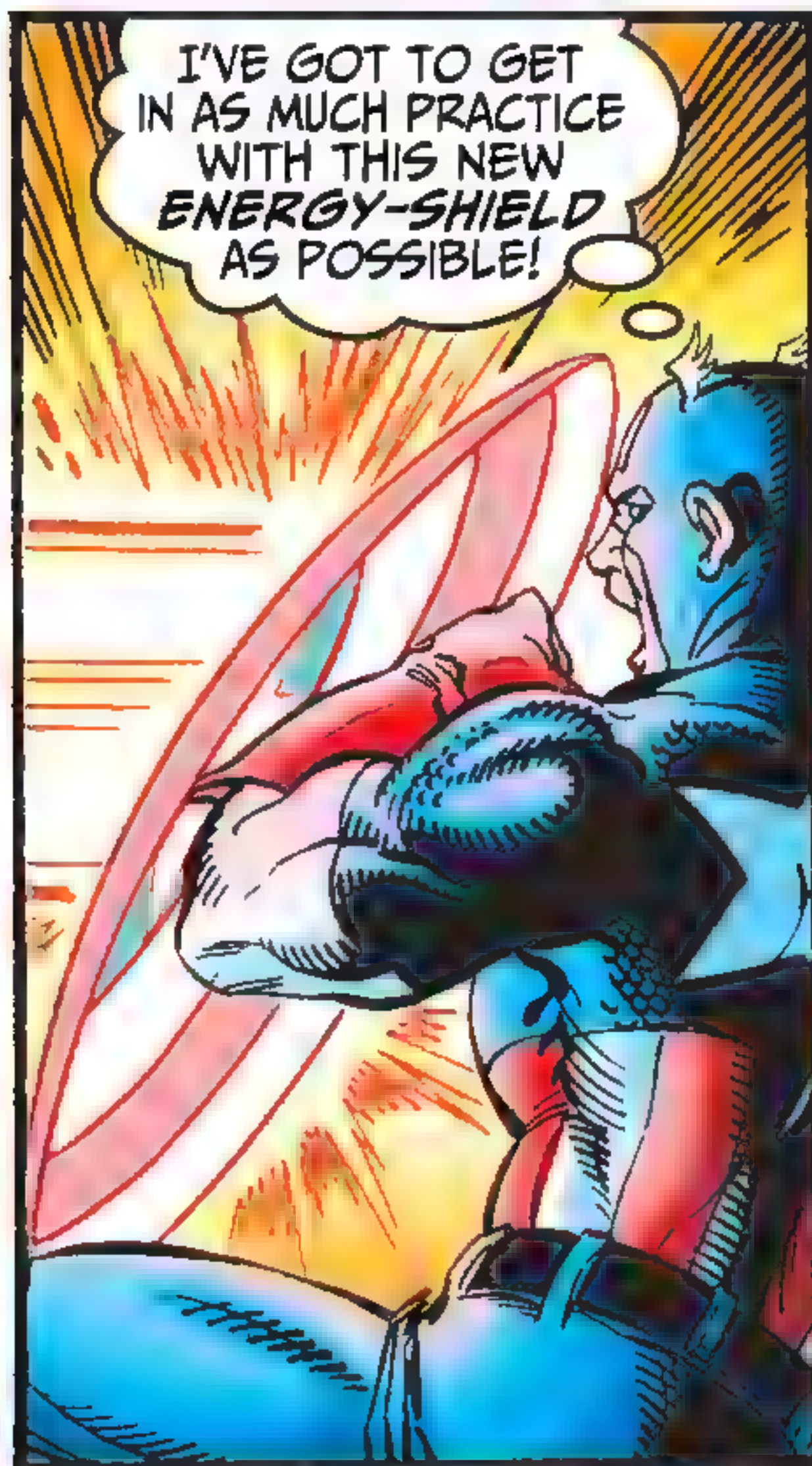
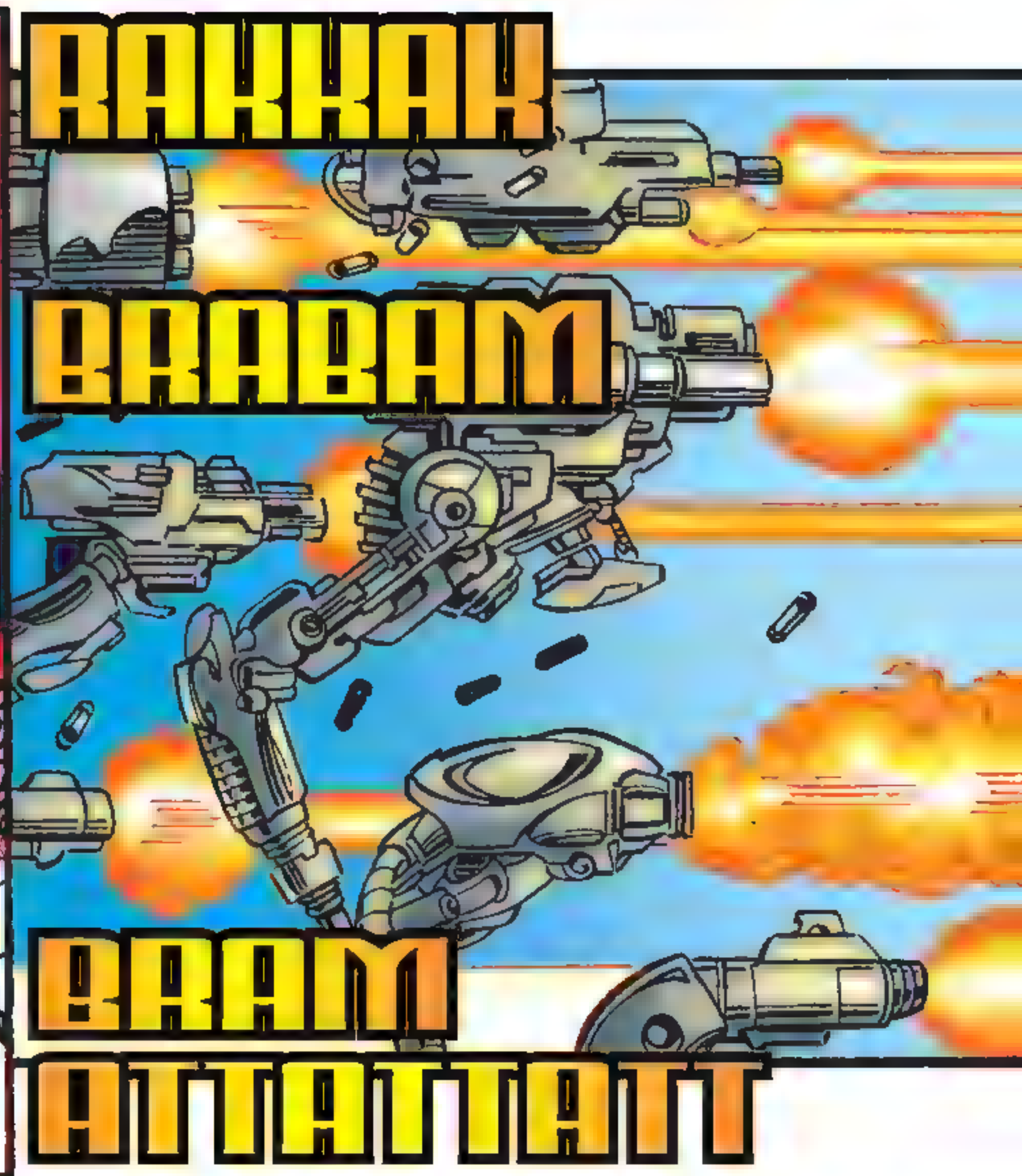
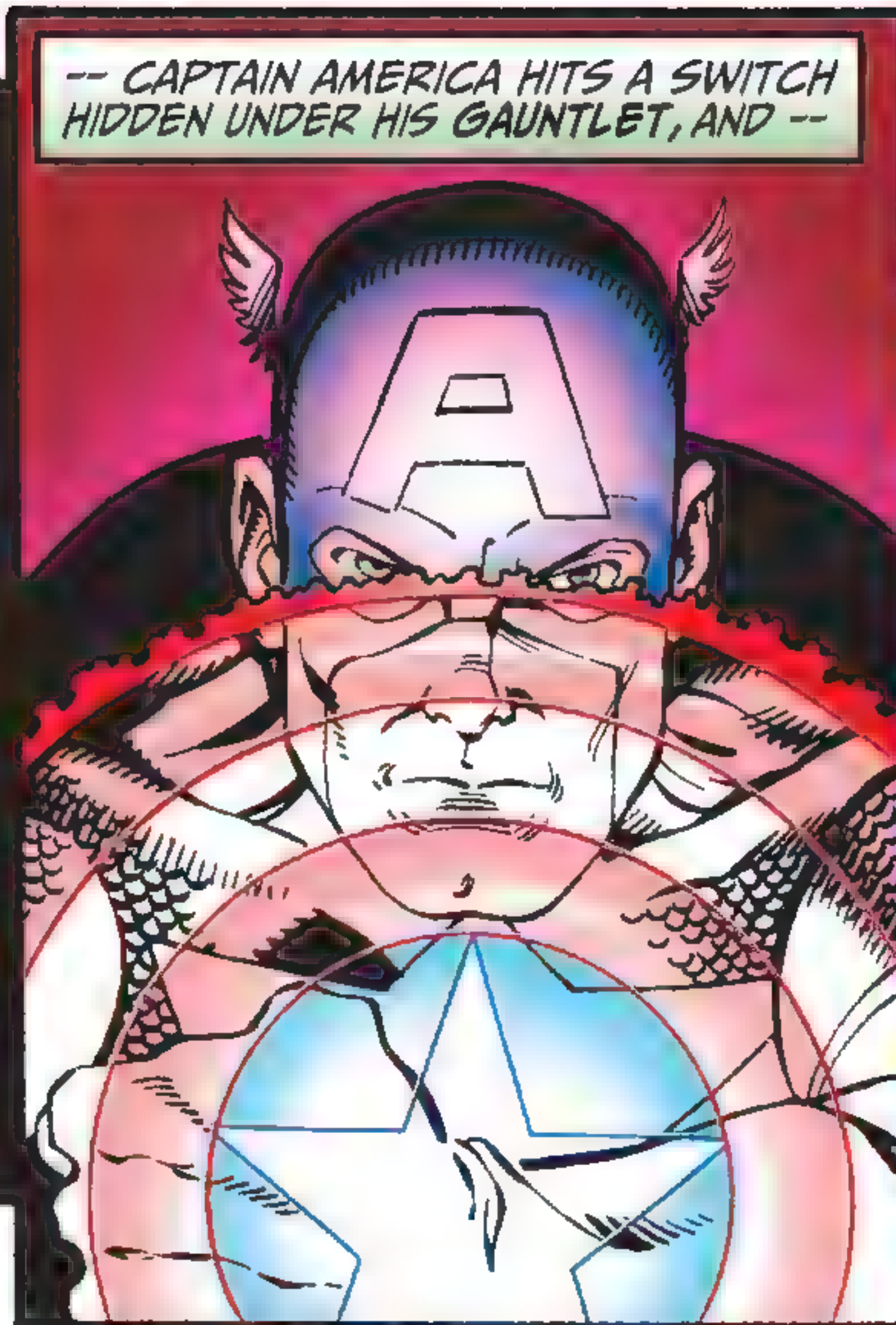
"-- LET ME JUST SEE WHAT I CAN DO WITH IT --!"

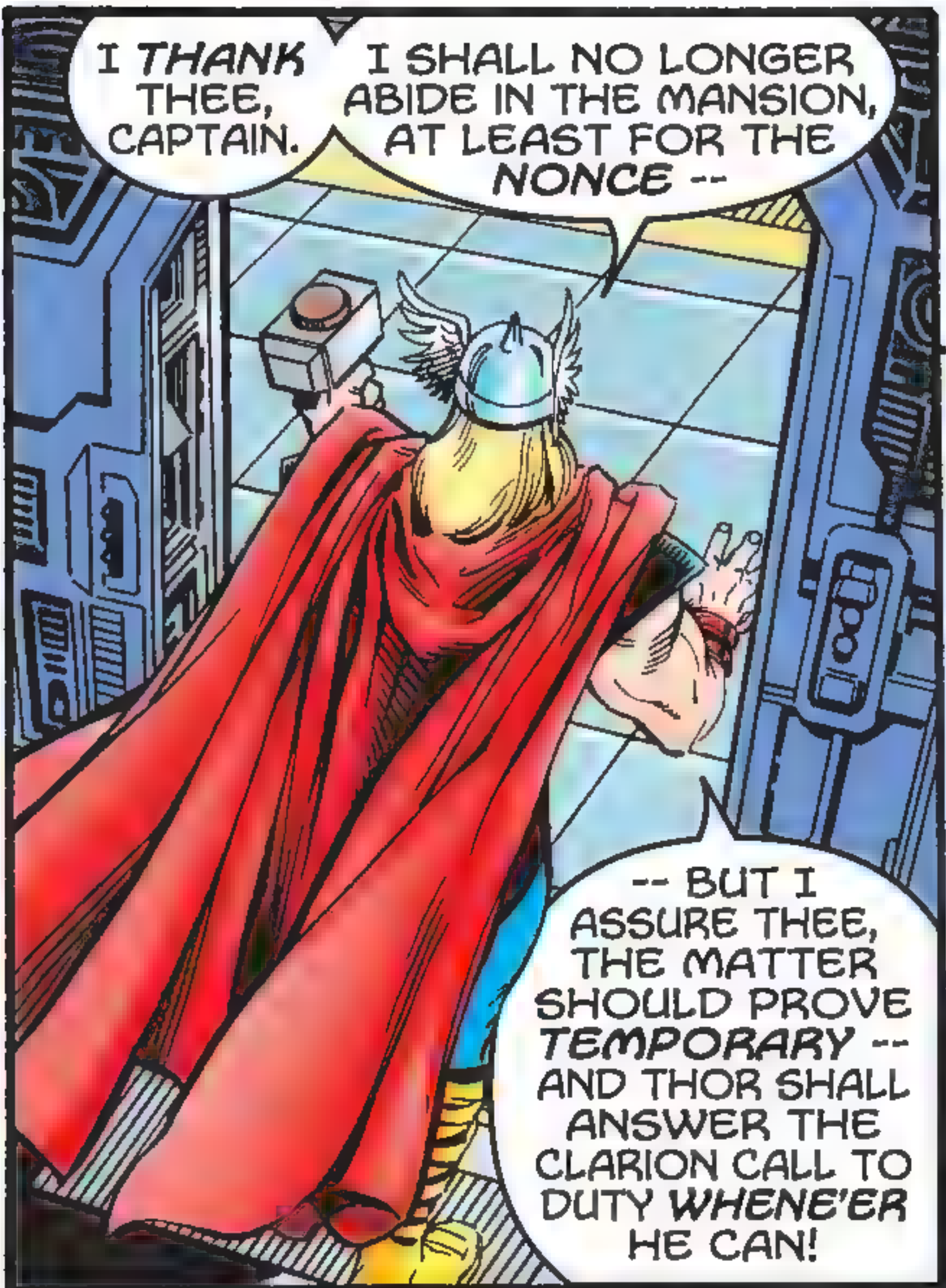
ANGEL? ANGELICA?

SLAM

HUH.

GUESS I WON'T EVEN BRING UP MOVING INTO THE MANSION, THEN...





I **THANK** THEE, CAPTAIN.

I SHALL NO LONGER ABIDE IN THE MANSION, AT LEAST FOR THE **NONCE** --

-- BUT I ASSURE THEE, THE MATTER SHOULD PROVE **TEMPORARY** -- AND THOR SHALL ANSWER THE CLARION CALL TO DUTY **WHENE'ER** HE CAN!



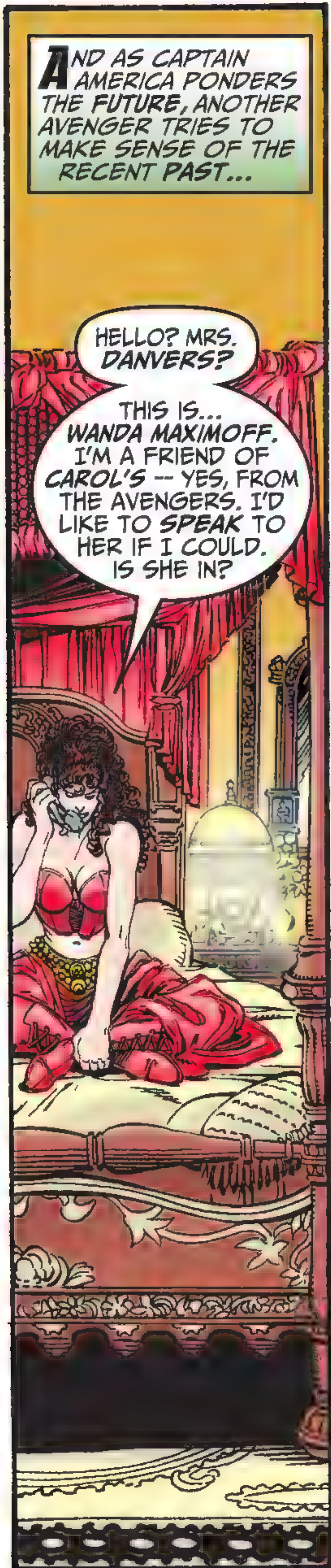
HM. WONDER WHAT THAT WAS ALL ABOUT.

NONE OF MY **BUSINESS**, I EXPECT. THE AVENGERS HAVE NEVER BANNED THEIR MEMBERS FROM HAVING **PERSONAL LIVES** OR **SOLO CONCERNS** --



-- JUST THAT IF IT'S SOMETHING THAT'LL **AFFECT** THE TEAM, WE SHOULD KNOW ABOUT IT. AND THOR'S DONE THAT...

ASSAULT PROGRAM -- **RESUME!**



AND AS CAPTAIN AMERICA PONDERES THE FUTURE, ANOTHER AVENGER TRIES TO MAKE SENSE OF THE RECENT PAST...

HELLO? MRS. DANVERS?

THIS IS... **WANDA MAXIMOFF**. I'M A FRIEND OF **CAROL'S** -- YES, FROM THE AVENGERS. I'D LIKE TO **SPEAK** TO HER IF I COULD. IS SHE IN?



OH, SHE DID? I... I SEE.

WELL, IF SHE GIVES YOU A NEW ADDRESS, OR NUMBER... THANK YOU.



CAROL DANVERS -- **WARBIRD** -- SHE LEFT US UNDER A **CLOUD** *-- JUST AS SHE DID BEFORE, YEARS AGO.**

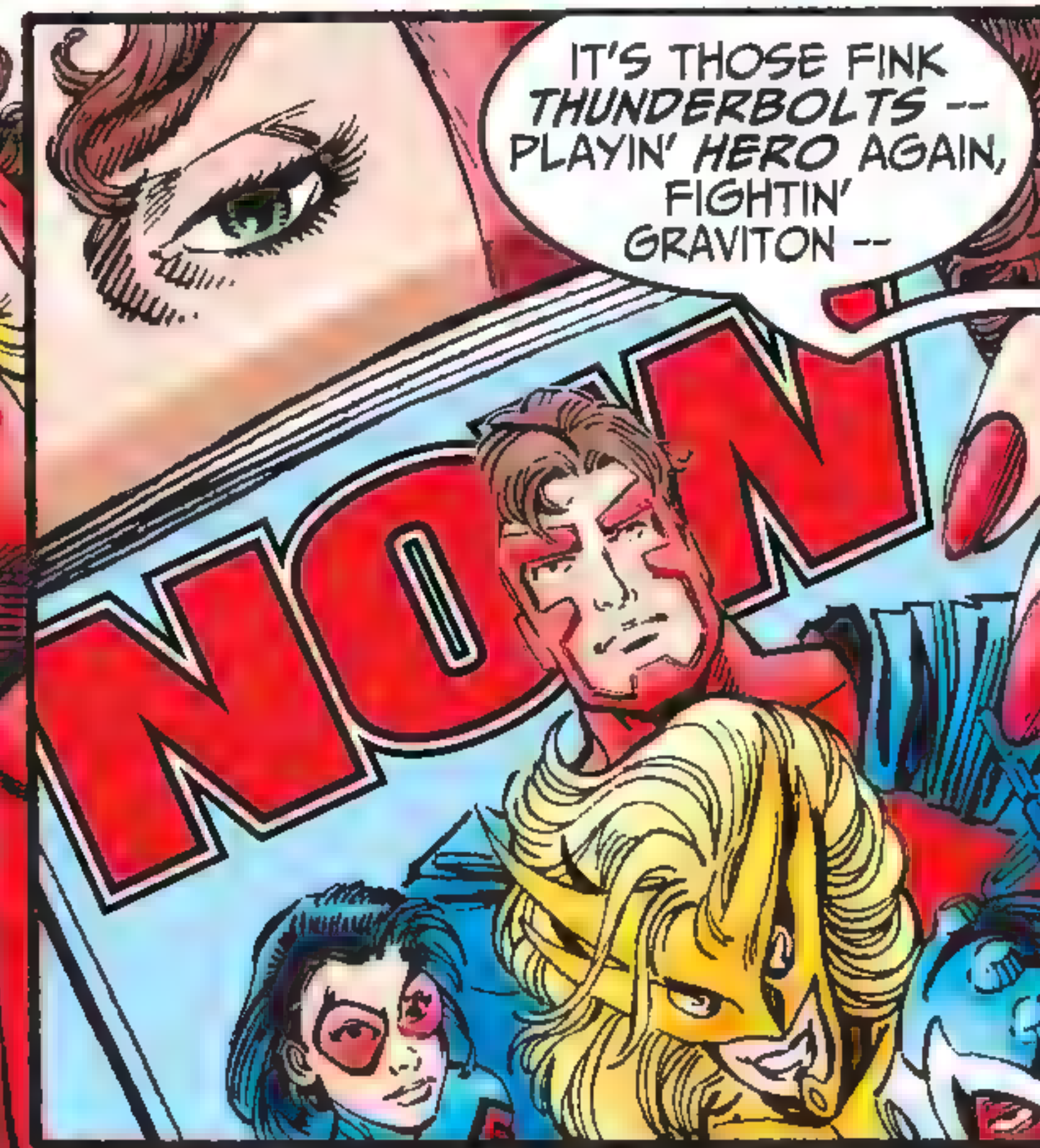
AND NOW HER MOTHER SAYS SHE'S MOVED OUT -- MOVED **WEST**, SHE SAID, TO TRY AND MAKE A **NEW START**.

I WISH I'D BEEN ABLE TO **TALK** TO HER -- TELL HER THAT WHATEVER ELSE, I'M STILL HER **FRIEND** -- AND IF THERE'S ANY WAY I CAN **HELP** --



HEY, **WITCHIE!** HAVE YOU SEEN THIS PIECE A' **GARBAGE?**

CLINT--?



IT'S THOSE FINK **THUNDERBOLTS** -- PLAYIN' **HERO** AGAIN, FIGHTIN' **GRAVITON** --

*LAST ISSUE.
** VOL. 1, #200
-- TOM.

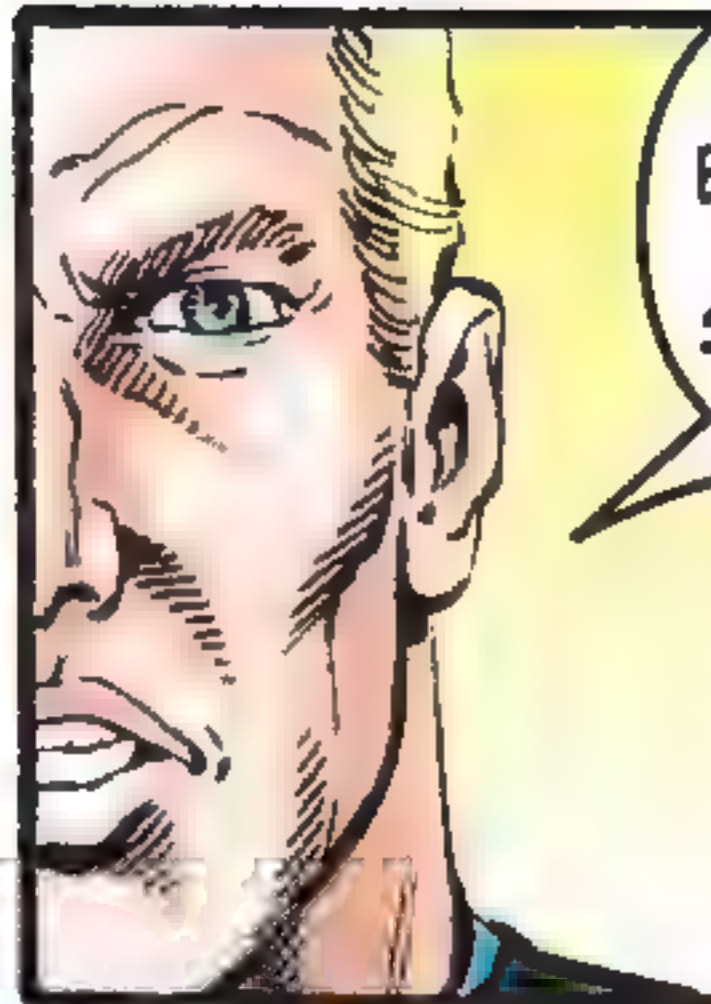
BUT WAIT, CLINT --
IRON MAN SAID THE
THUNDERBOLTS HELPED
STOP ZEMO'S PLAN TO
RULE THE WORLD --
THAT THEY SEEMED
SINCERE --*

*IN T-BOLTS #12
-- TOM.

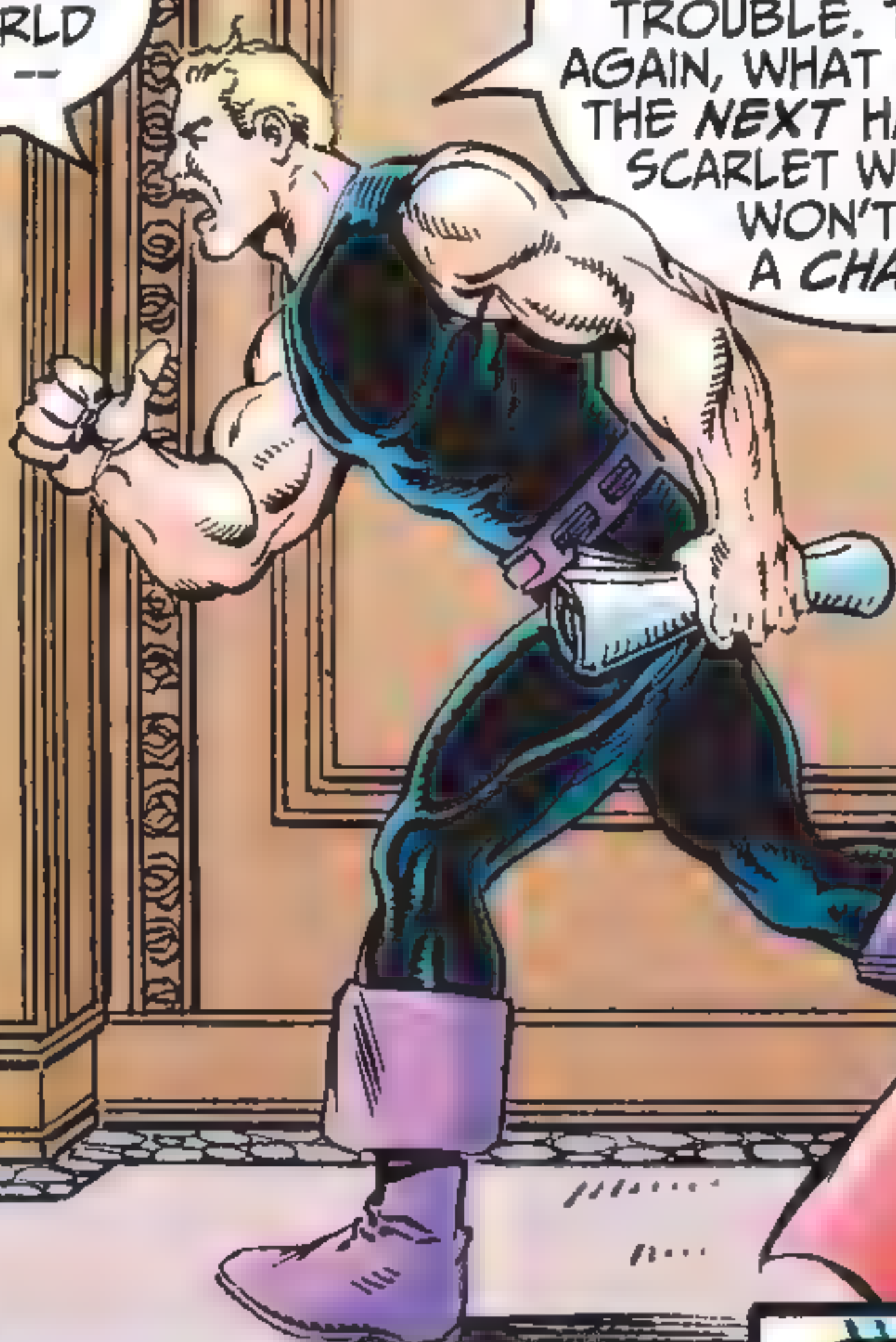


SO THEY SNOWED HIM.
BUT THEY DON'T SNOW ME.
YOU AN' ME, WANDA, WE
STARTED OUT AS CROOKS --
BUT OUR HEARTS
WEREN'T IN IT --

-- AN' WE
SWITCHED SIDES
FAST. THESE CRUMBS,
THOUGH -- THEY'RE
THE MASTERS OF
EVIL -- THEY'VE BEEN
CROOKS FOR YEARS!



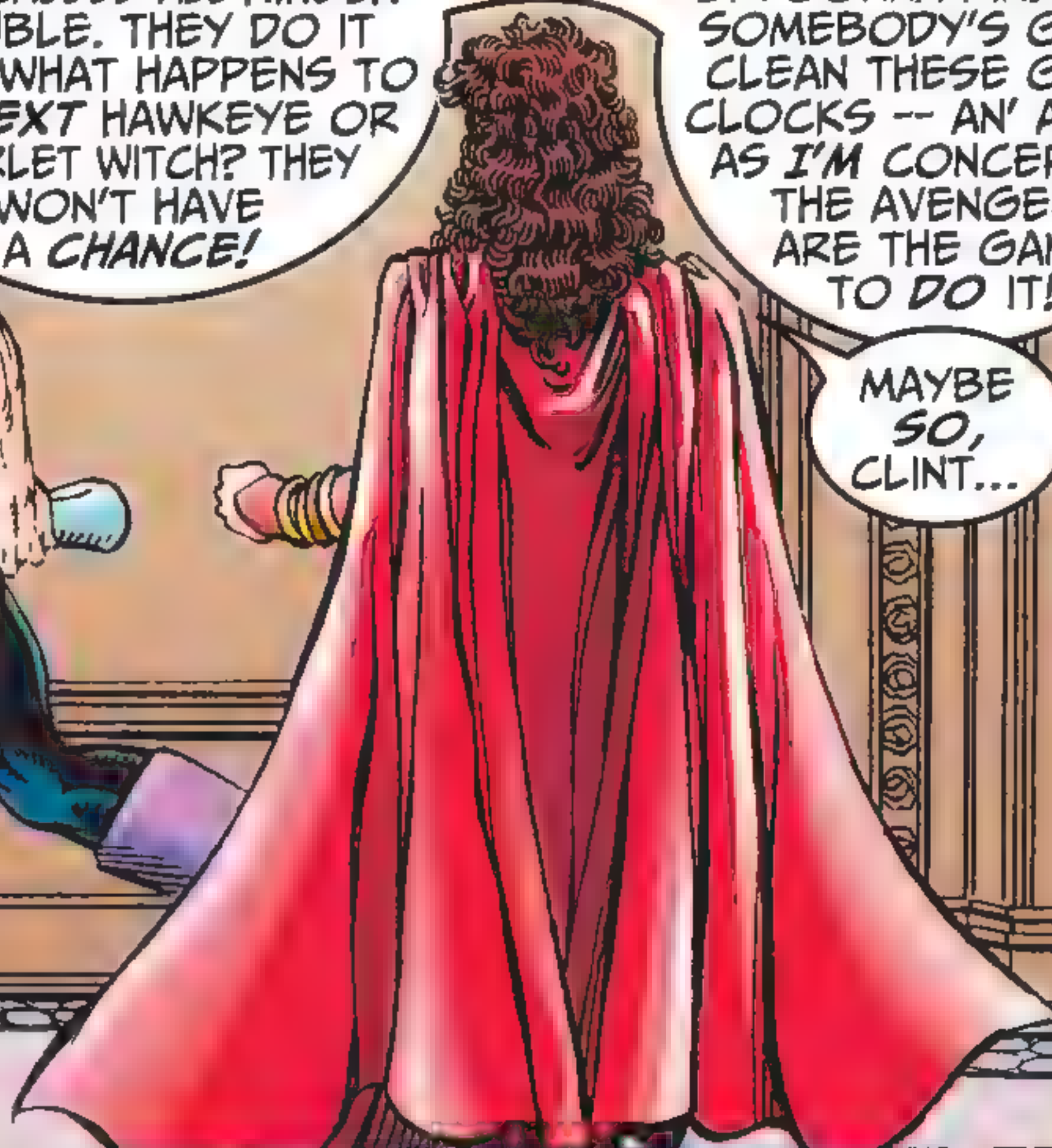
THEY SCAMMED
THE WORLD
ONCE --



-- AN' CAUSED ALL KINDSA
TROUBLE. THEY DO IT
AGAIN, WHAT HAPPENS TO
THE NEXT HAWKEYE OR
SCARLET WITCH? THEY
WON'T HAVE
A CHANCE!

I'M GONNA FIND CAP.
SOMEBODY'S GOTTA
CLEAN THESE GUYS'
CLOCKS -- AN' AS FAR
AS I'M CONCERNED,
THE AVENGERS
ARE THE GANG
TO DO IT!

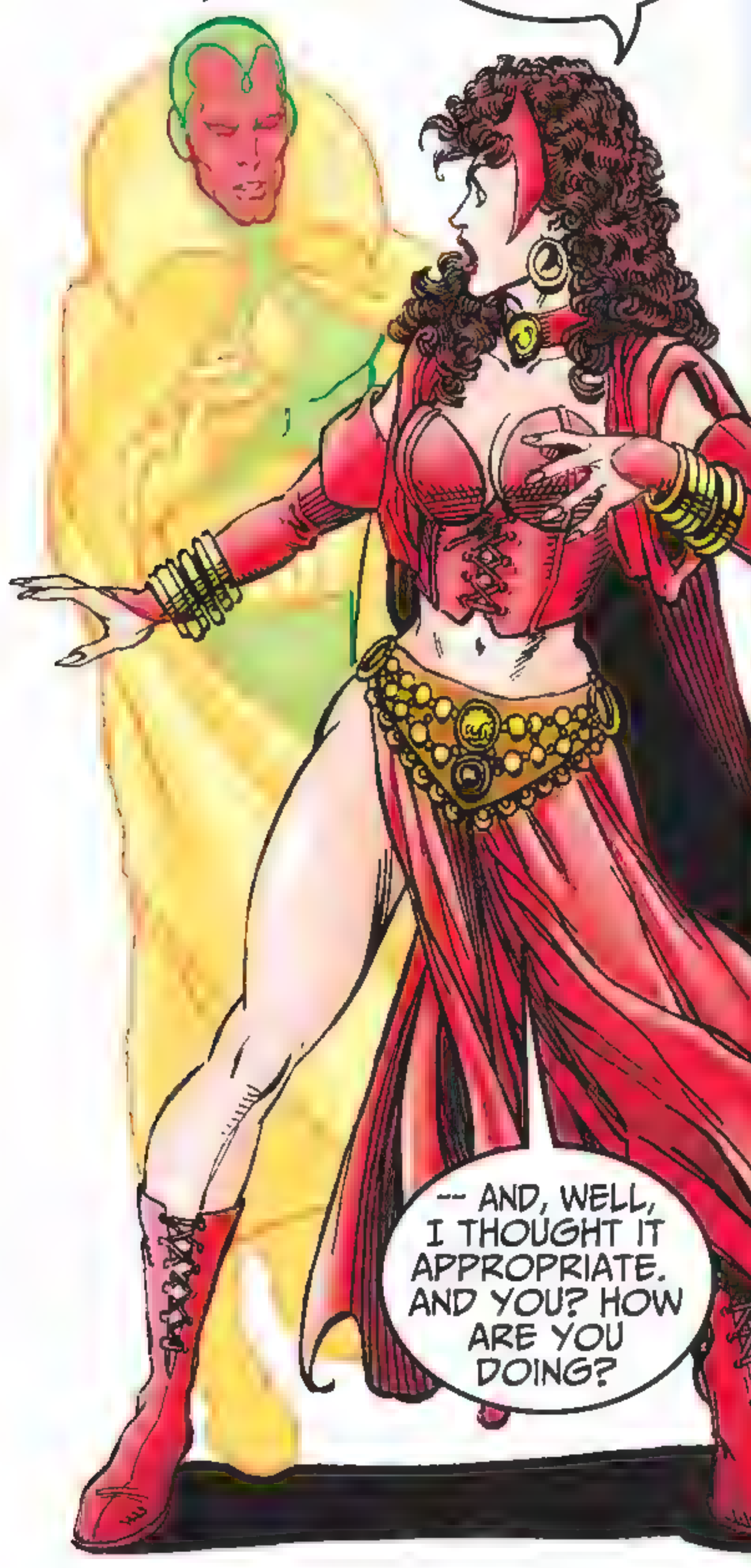
MAYBE
SO,
CLINT...



HELLO, WANDA.
THAT'S A NEW
COSTUME,
ISN'T IT?

VISION!
I -- AH -- YES --
I'VE JUST BEEN
FEELING MORE IN
TUNE WITH MY
GYPSY ROOTS,
AND --

AS WELL AS CAN BE
EXPECTED, THANK YOU.
MY ANDROID BODY IS
STILL UNDER
RECONSTRUCTION IN
THE SUB-BASEMENT --



-- AND I HAVE ASKED
TONY STARK FOR THE
MATERIEL I NEED TO
FACILITATE THE
PROCESS. IN THE
MEANTIME, THIS
HOLOGRAM FORM
SUITS ME.

THAT'S...
NICE, VISION.
I HOPE IT
ALL GOES
WELL.

IF
YOU'LL
EXCUSE
ME...?

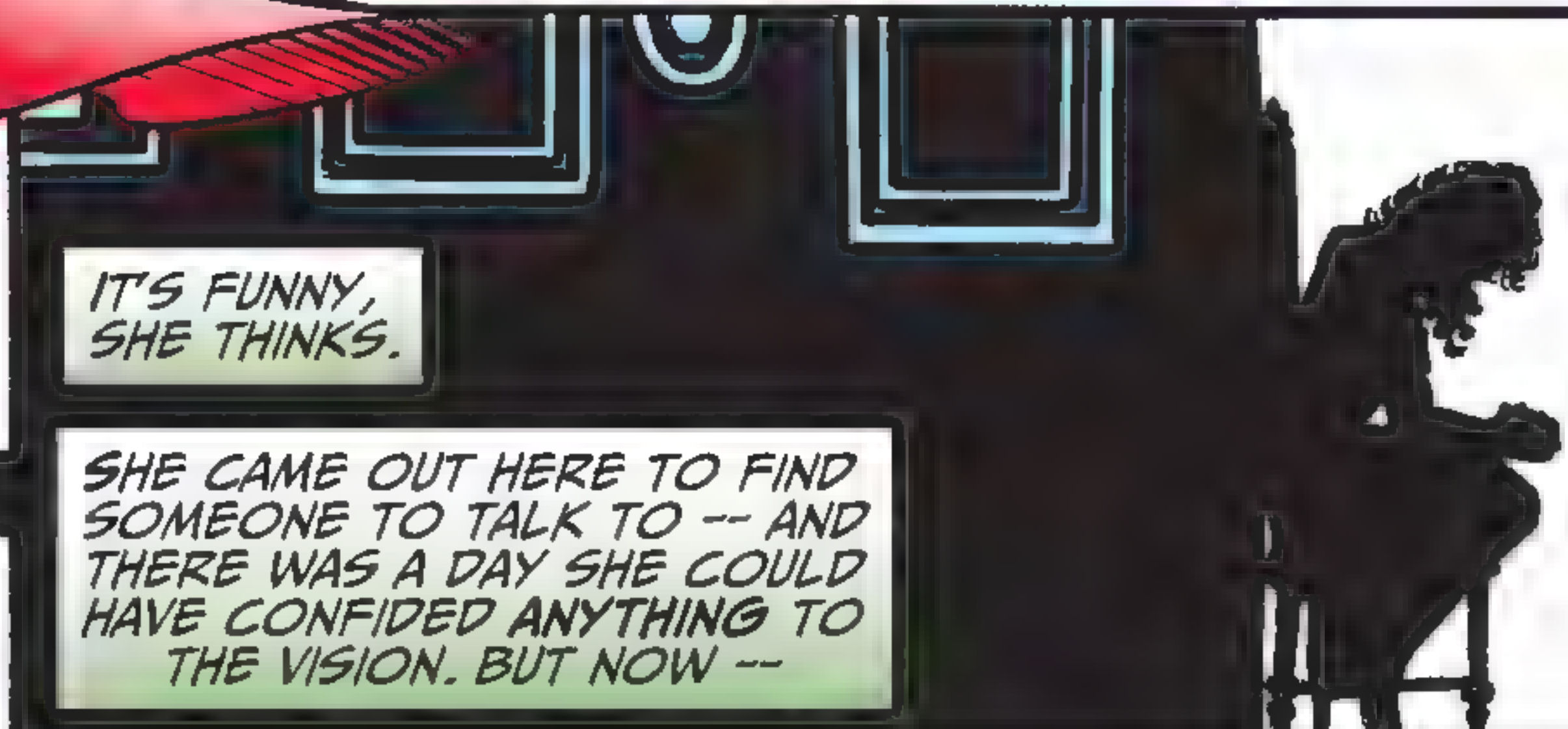


OF
COURSE,
WANDA.



IT'S FUNNY,
SHE THINKS.

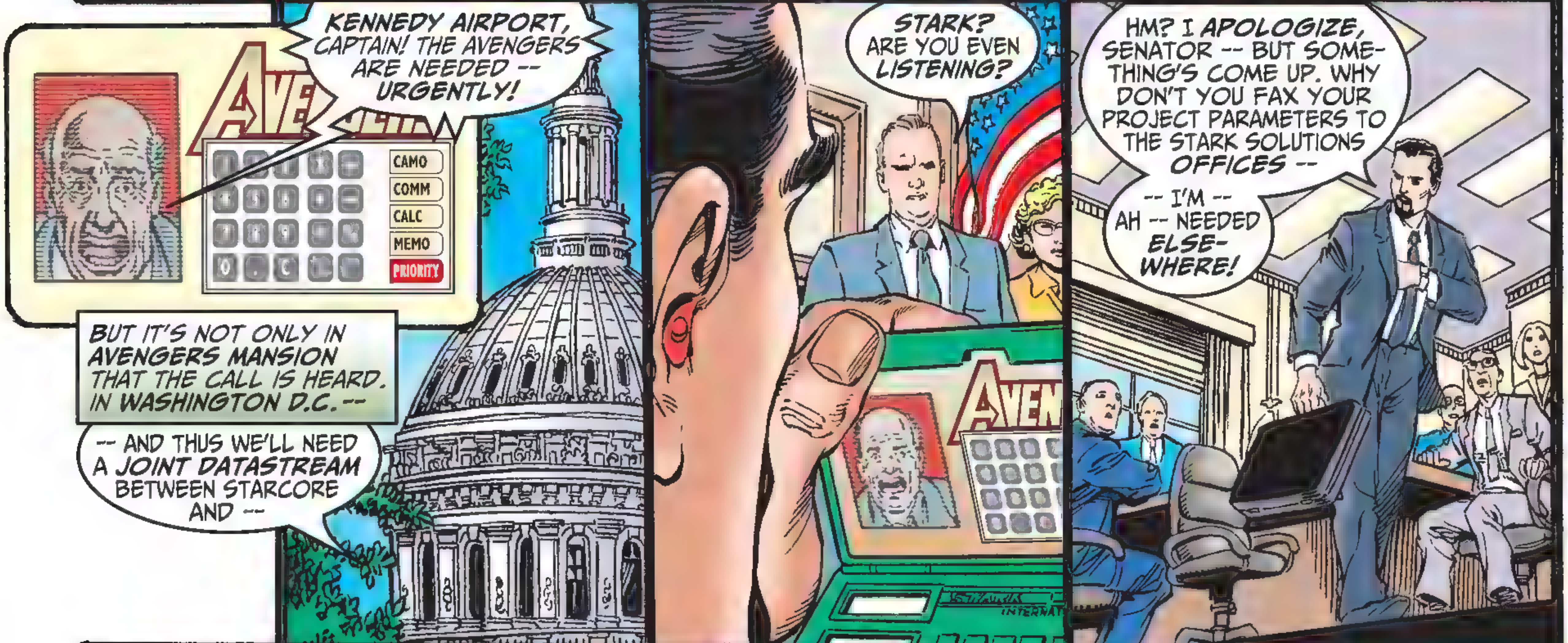
SHE CAME OUT HERE TO FIND
SOMEONE TO TALK TO -- AND
THERE WAS A DAY SHE COULD
HAVE CONFIDED ANYTHING TO
THE VISION. BUT NOW --



-- NOW EVERYTHING'S CHANGED. HAWKEYE'S FRUSTRATED, THE VISION'S SO DIFFERENT, HER OWN POWERS HAVE BEEN CHANGING --

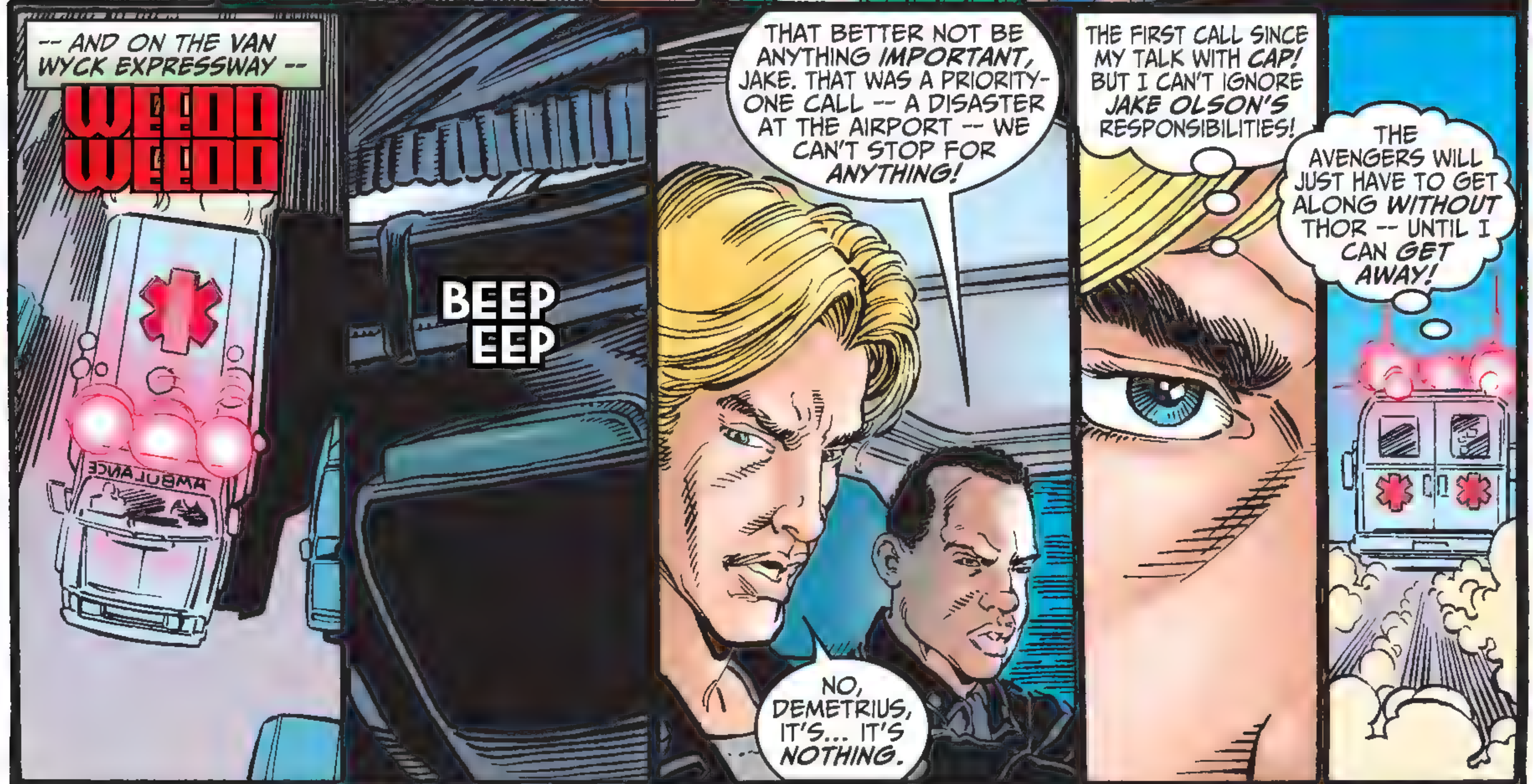
-- AND SHE'S ABLE TO RAISE WONDER MAN FROM THE DEAD -- FROM THE DEAD! -- AT WILL. AND SHE DOESN'T LIKE ANY OF IT.

MAYBE, SHE WONDERS, MAYBE HER OLD ROLE DOESN'T WORK ANY MORE, IF EVERYTHING ELSE HAS CHANGED. MAYBE SHE SHOULDN'T EVEN BE AN --



BUT IT'S NOT ONLY IN AVENGERS MANSION THAT THE CALL IS HEARD. IN WASHINGTON D.C. --

-- AND THUS WE'LL NEED A JOINT DATASTREAM BETWEEN STARCORE AND --



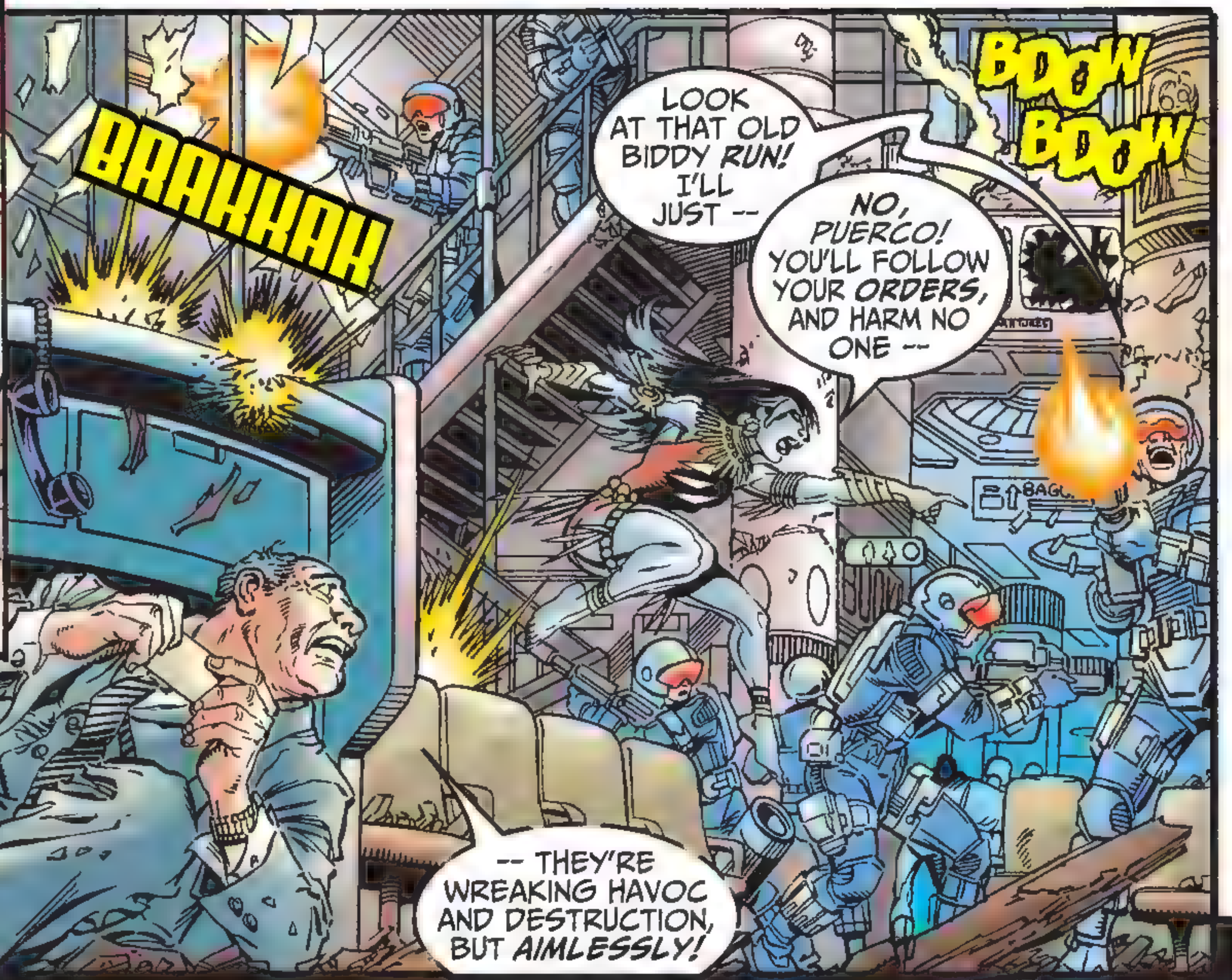
THE AVENGERS WILL JUST HAVE TO GET ALONG WITHOUT THOR -- UNTIL I CAN GET AWAY!

NO, DEMETRIUS, IT'S... IT'S NOTHING.



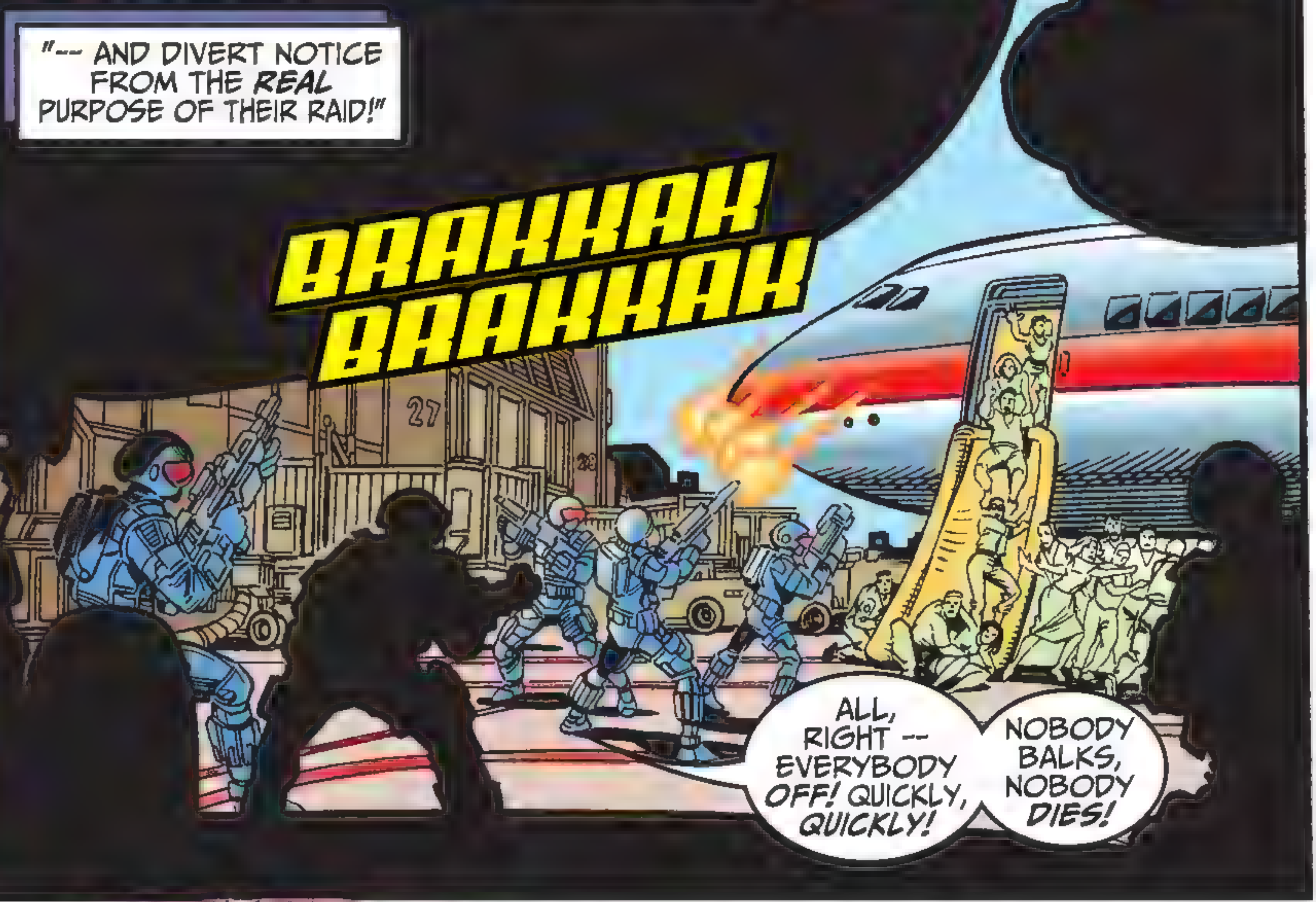
AND THEY'RE STILL THERE, JARVIS?

YES, SIR.
AFTER I MANAGED TO RE-SECURE MY COMMUNICARD, THEY SPREAD INTO THE TERMINAL. BUT IT'S STRANGE --



"ALMOST AS IF THEY'RE TRYING TO DRAW ATTENTION --"

-- OR I'LL GUT YOU LIKE A FISH!



"-- AND DIVERT NOTICE FROM THE REAL PURPOSE OF THEIR RAID!"

ALL, RIGHT -- EVERYBODY OFF! QUICKLY, QUICKLY!

NOBODY BALKS, NOBODY DIES!



AND WHAT'S ON THAT PLANE THAT YOU WANT SO MUCH, SOLDIER?

HUH? WHO --?



YOU CAN DROP THE TELEKINETIC FIELD NOW, JUSTICE.

AS FOR YOU MEN, I'M GIVING YOU TWO SECONDS TO DROP YOUR WEAPONS AND SURRENDER --

-- OR BELIEVE ME, YOU'LL WISH YOU HAD!

ONE!



DOLLARS TO DONUTS THE CHICK IN THE COSTUME'S THEIR BOSS. WE GRAB HER, AND THE REST OF 'EM'LL BE --

TWO!

LOS -- LOS VENGADORES!

WHAT -- WHAT DO WE DO?

SCATTER, AVENGERS! ENGAGE AND TAKE DOWN THE RAIDERS WHILE THEIR ATTENTION'S ON US -- BEFORE THEY CAN GRAB HOSTAGES!

GO!

HAWKEYE OPENS HIS MOUTH TO OBJECT --

-- AND THEN CLOSES IT AGAIN. CAP'S PLAN IS A GOOD ONE, HE KNOWS. AND THAT'S ALL THAT SHOULD MATTER.

BUT THE EXPRESSIONS THAT PLAY ACROSS HIS FACE AREN'T LOST ON ONE OF HIS FELLOW AVENGERS --

HAWKEYE'S TRYING TO FIT INTO AN OLD ROLE, TOO--

-- AND IT'S NOT SITTING ANY BETTER WITH HIM THAN IT IS WITH ME--!



BUT EVEN AS THE AVENGERS BREAK FORMATION --

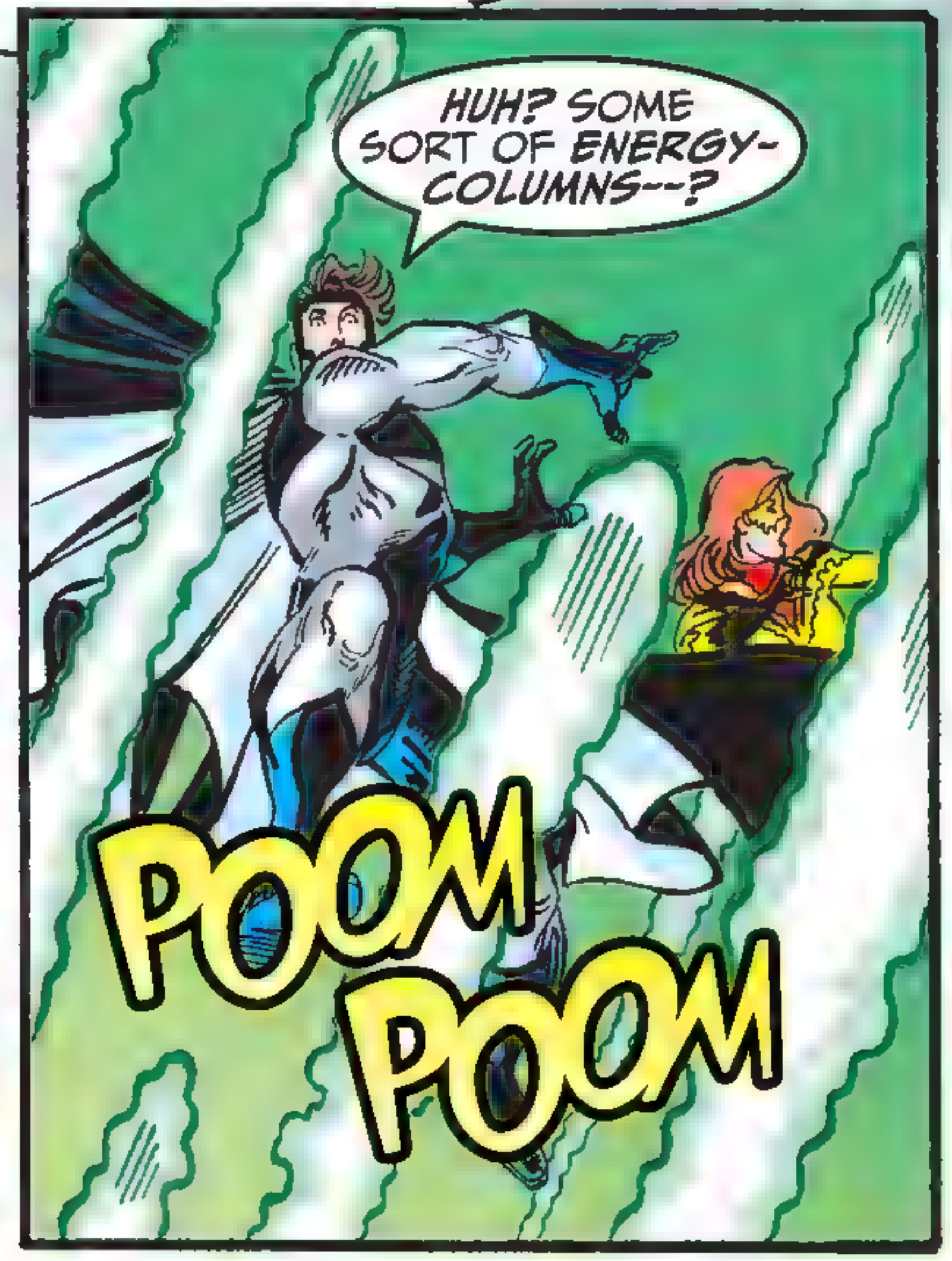
CODE BRAVO! OMEGA CONTAINMENT STRATEGY -- GO!



AND --

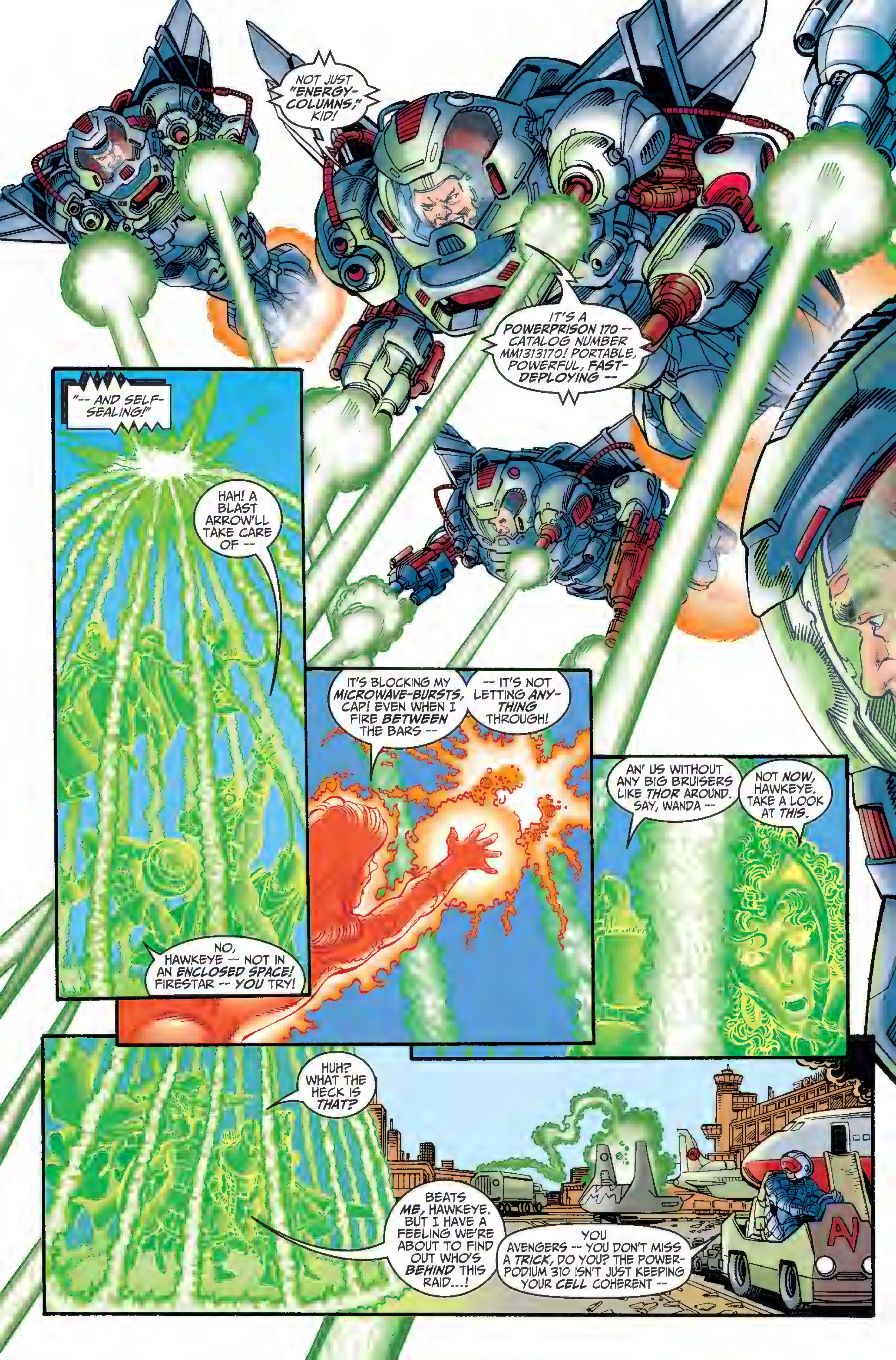
EH?

POOM POOM



HUH? SOME SORT OF ENERGY-COLUMNS--?

POOM POOM



NOT JUST
"ENERGY-
COLUMNS,"
KID!

IT'S A
POWERPRISON 170 --
CATALOG NUMBER
MM1313170! PORTABLE,
POWERFUL, FAST-
DEPLOYING --

"-- AND SELF-
SEALING!"

HAH! A
BLAST
ARROW'LL
TAKE CARE
OF --

IT'S BLOCKING MY
MICROWAVE-BURSTS,
CAP! EVEN WHEN I
FIRE *BETWEEN*
THE BARS --

-- IT'S NOT
LETTING ANY-
THING
THROUGH!

NO,
HAWKEYE -- NOT IN
AN ENCLOSED SPACE!
FIRESTAR -- YOU TRY!

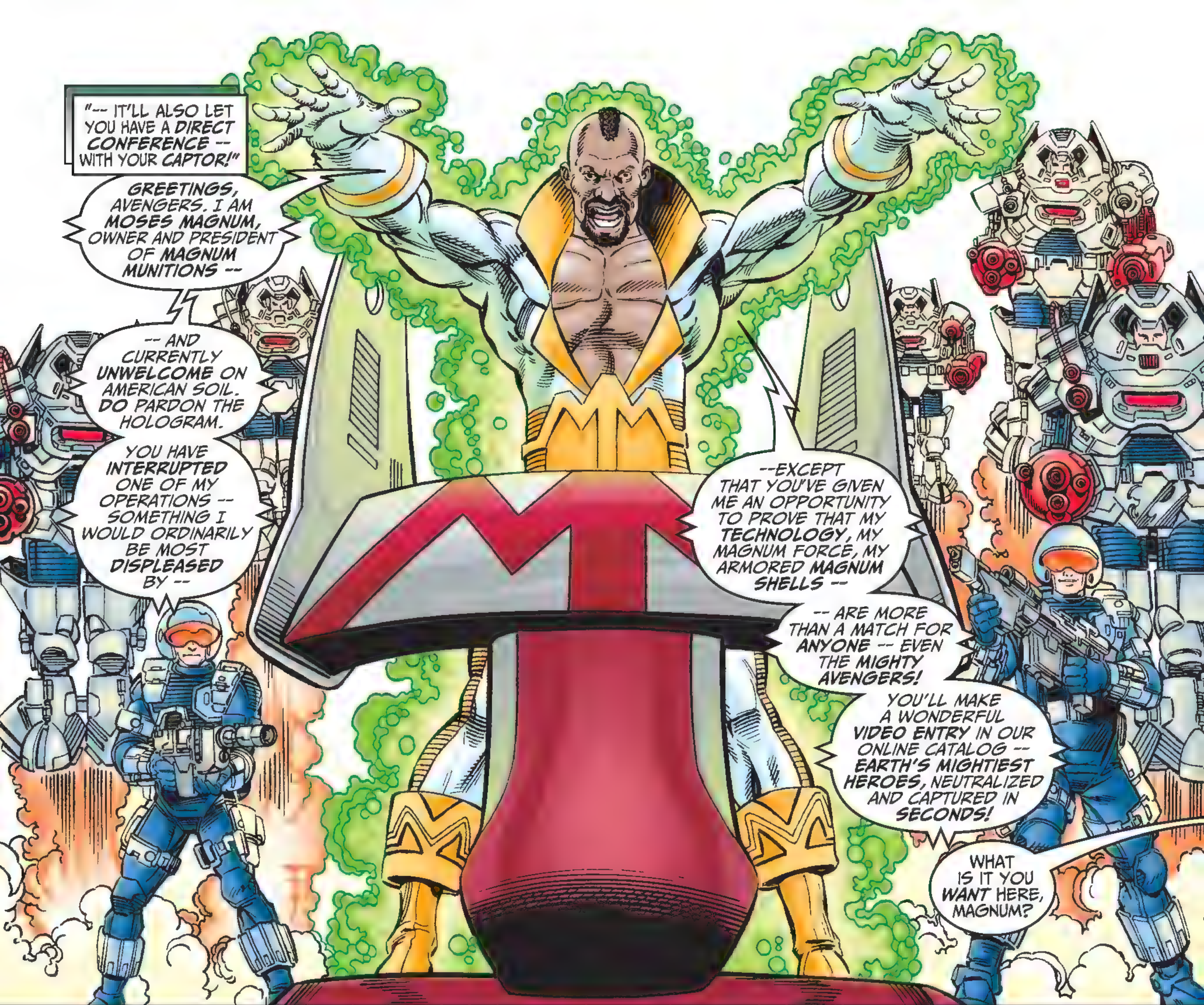
AN' US WITHOUT
ANY BIG BRUISERS
LIKE THOR AROUND.
SAY, WANDA --

NOT NOW,
HAWKEYE.
TAKE A LOOK
AT THIS.

HUH?
WHAT THE
HECK IS
THAT?

BEATS
ME, HAWKEYE.
BUT I HAVE A
FEELING WE'RE
ABOUT TO FIND
OUT WHO'S
BEHIND THIS
RAID....!

YOU
AVENGERS -- YOU DON'T MISS
A TRICK, DO YOU? THE POWER-
PODIUM 310 ISN'T JUST KEEPING
YOUR CELL COHERENT --



"--- IT'LL ALSO LET YOU HAVE A **DIRECT CONFERENCE** --- WITH YOUR CAPTOR!"

GREETINGS, AVENGERS. I AM **MOSES MAGNUM**, OWNER AND PRESIDENT OF **MAGNUM MUNITIONS** ---

--- AND CURRENTLY **UNWELCOME** ON AMERICAN SOIL. DO PARDON THE HOLOGRAM.

YOU HAVE INTERRUPTED ONE OF MY OPERATIONS --- SOMETHING I WOULD ORDINARILY BE MOST DISPLEASED BY ---

---EXCEPT THAT YOU'VE GIVEN ME AN OPPORTUNITY TO PROVE THAT MY TECHNOLOGY, MY MAGNUM FORCE, MY ARMORED MAGNUM SHELLS ---

--- ARE MORE THAN A MATCH FOR ANYONE --- EVEN THE MIGHTY AVENGERS!

YOU'LL MAKE A WONDERFUL VIDEO ENTRY IN OUR ONLINE CATALOG --- EARTH'S MIGHTIEST HEROES, NEUTRALIZED AND CAPTURED IN SECONDS!

WHAT IS IT YOU WANT HERE, MAGNUM?

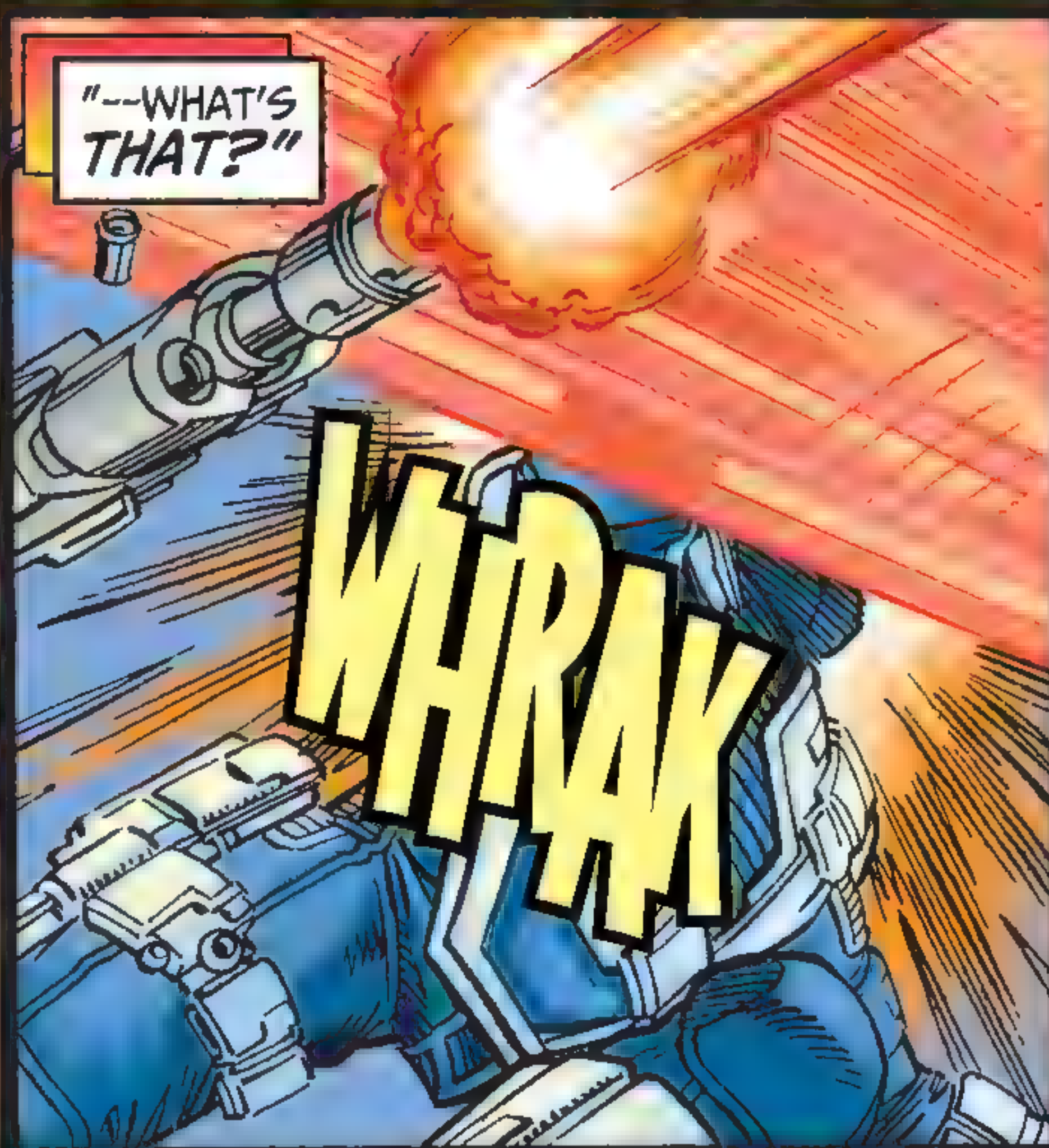
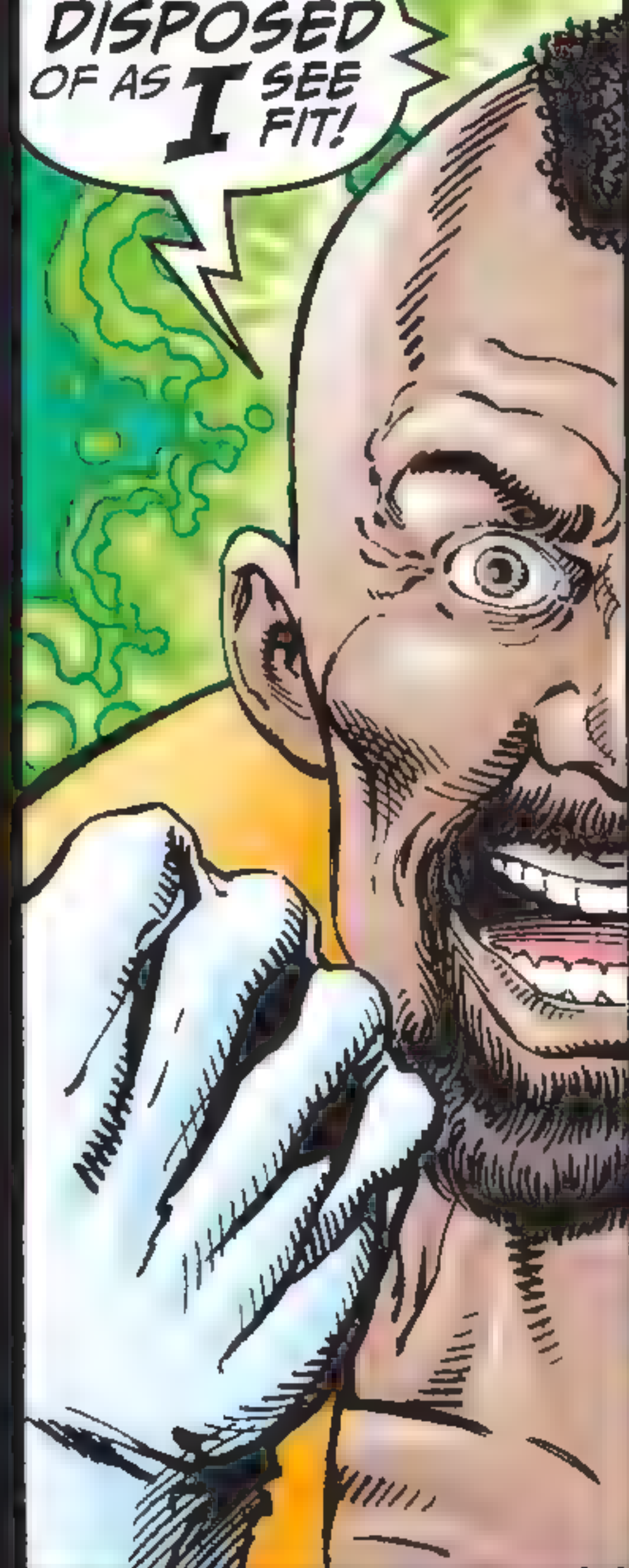
YOU ARE IN NO POSITION TO INTERROGATE ME, CAPTAIN AMERICA --- ME, OR ANYONE! MY AIMS ARE MY OWN, AND YOU ARE HELPLESS PRISONERS ---

--- TO BE **DISPOSED** OF AS **I** SEE FIT!

THE AVENGERS ARE NEVER HELPLESS, MAGNUM!

SAVE YOUR ENERGY FOR **BREAKING OUT**, HAWKEYE. TRY AN **ELECTRO-ARROW** --- SEE IF THAT DISRUPTS THE ---

CAP! OVER THERE ---



"---WHAT'S THAT?"

WHRAK



YPAK



WHAT IS--

-- SKXX --!



THE POWERPODIUM -- SHATTERED!

GOOD!



AND -- WITHOUT THAT DEVICE -- THE ENERGY-CELL WILL --



GONE!

WE'RE FREE! BUT HOW-- WHO--?

OVER THERE, FIRESTAR--



"-- HE DID IT!"

**BRAKKAK
BRAKKAK**

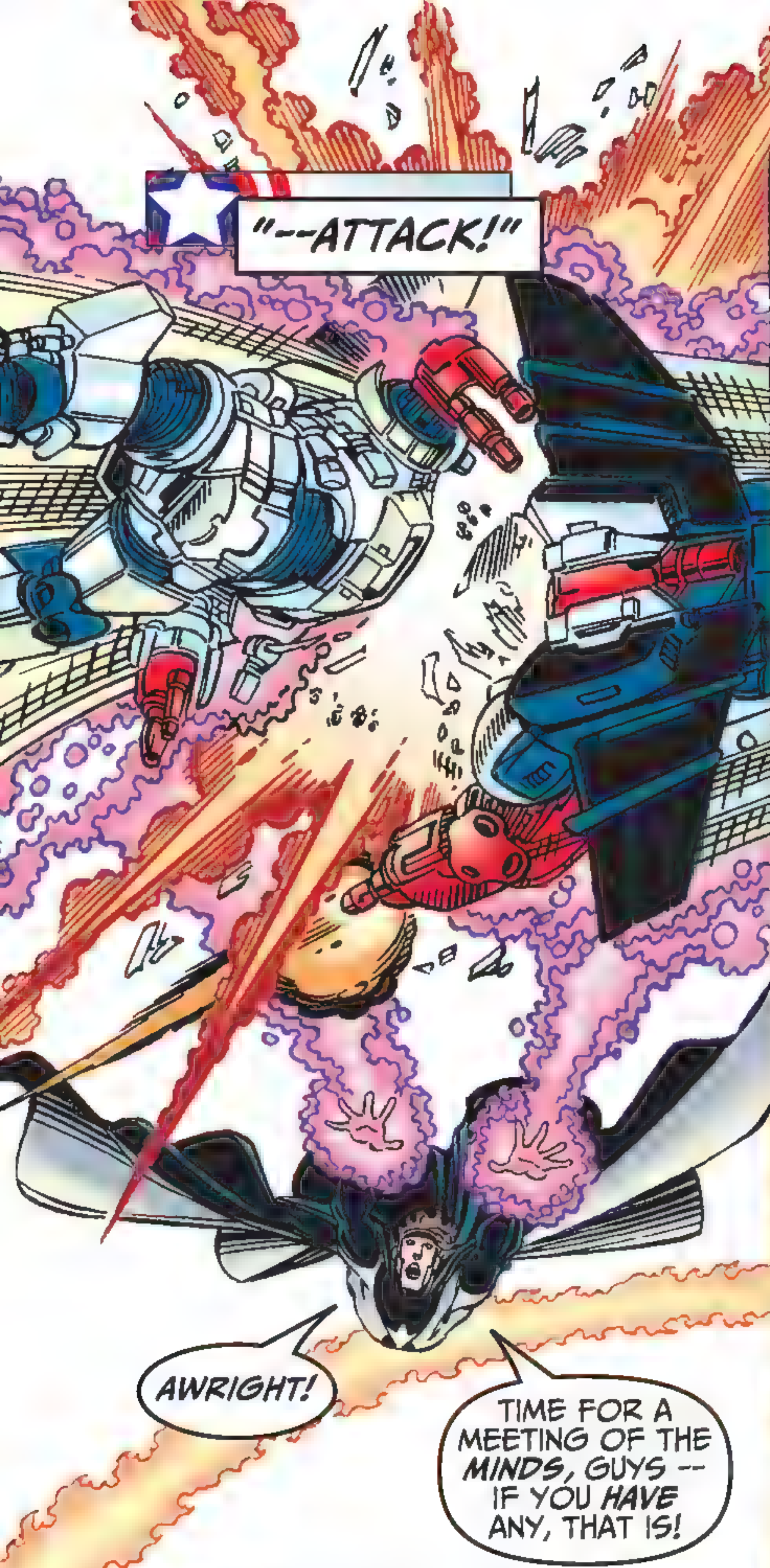
NICE TO MEET YOU TOO, AVENGERS! WISH WE HAD TIME FOR TEA AN' CRUMPETS AN' ALL -- BUT HEY, AS LONG AS I HELPED YOU OUT, HOW 'BOUT A HAND HERE?!

YOU'VE GOT IT, MISTER! AVENGERS --



CHOW CHOW

CHOW



"--ATTACK!"

AWRIGHT!

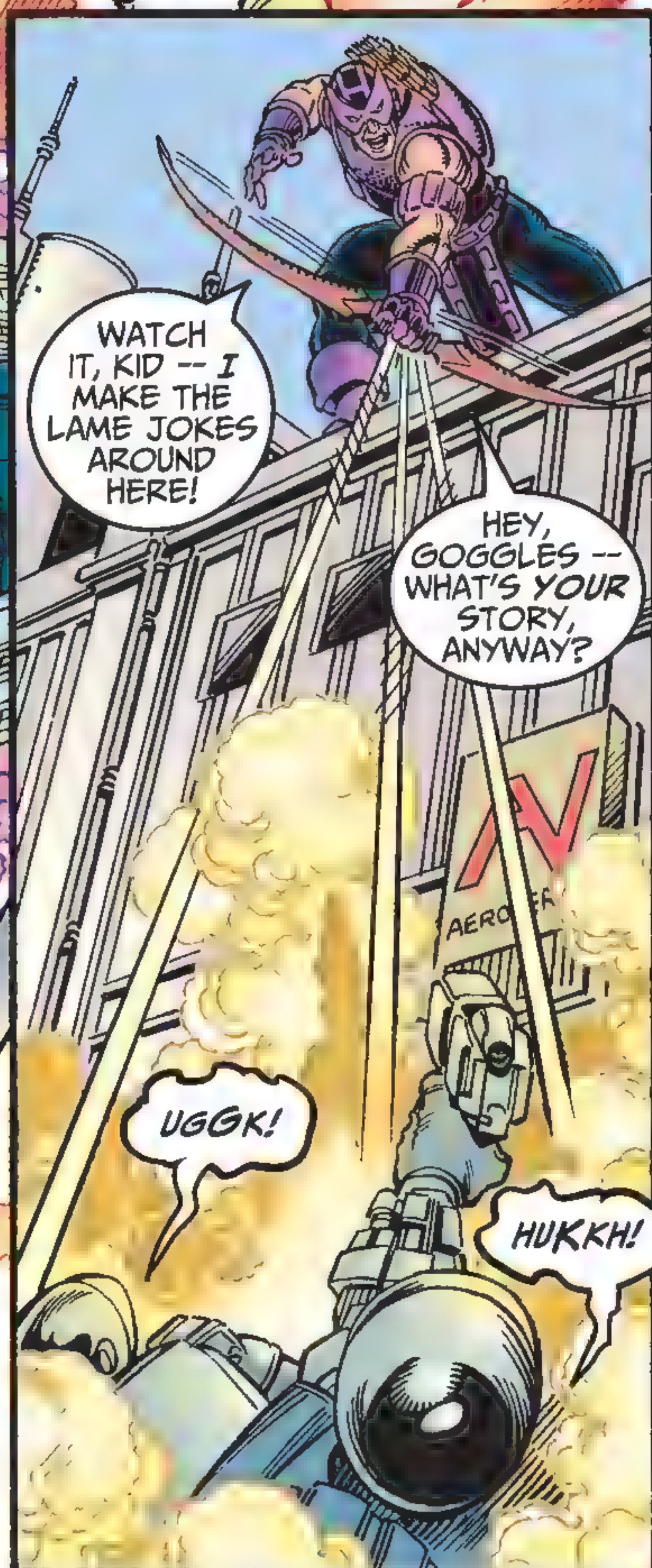
TIME FOR A
MEETING OF THE
MINDS, GUYS --
IF YOU HAVE
ANY, THAT IS!



WELL, NEVER LET IT BE SAID
THAT THE AVENGERS AREN'T
GRATEFUL, TRIATHLON!
THERE --

-- A FEW
HEX-INDUCED
MALFUNCTIONS
OUGHT TO GET
THOSE MAGNUM
SHELLS OFF
YOUR BACK!

SO THIS IS
TEAMWORK,
HUH? I COULD
GET USED
TO THIS!

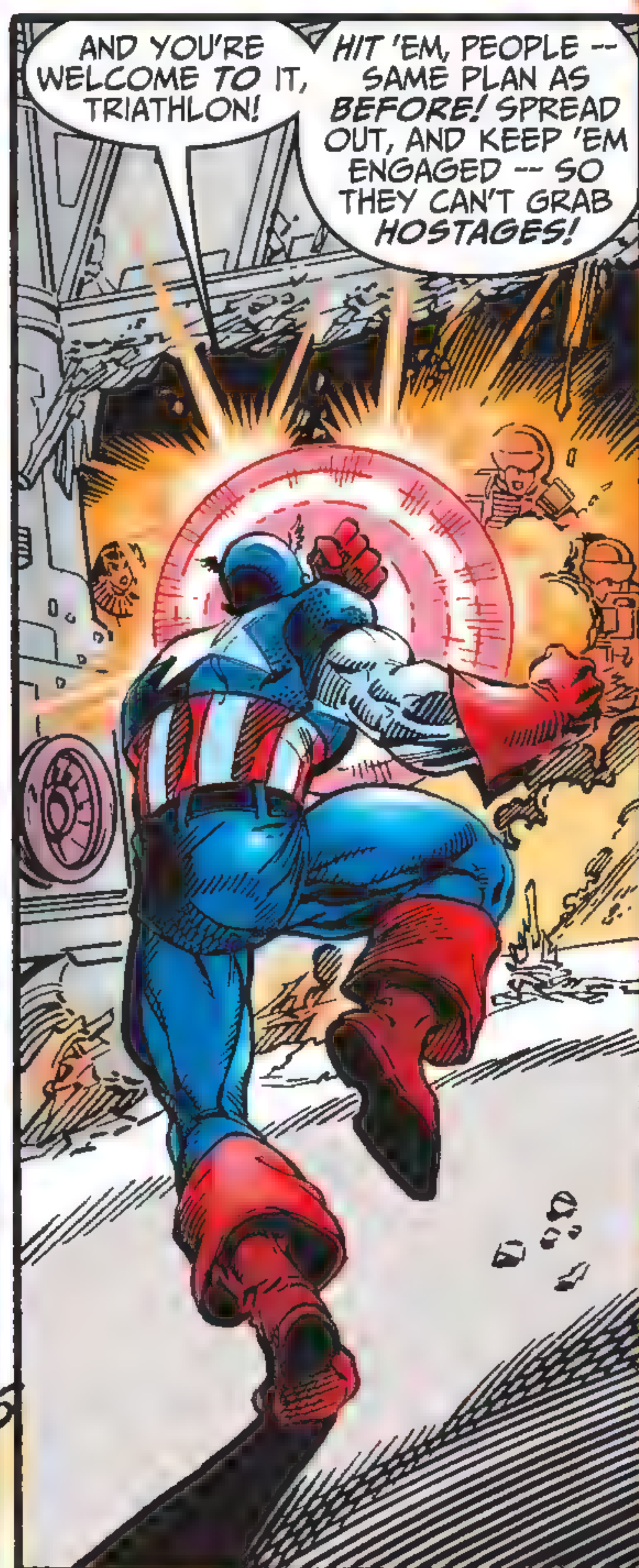


WATCH
IT, KID -- I
MAKE THE
LAME JOKES
AROUND
HERE!

HEY,
GOGGLES --
WHAT'S YOUR
STORY,
ANYWAY?

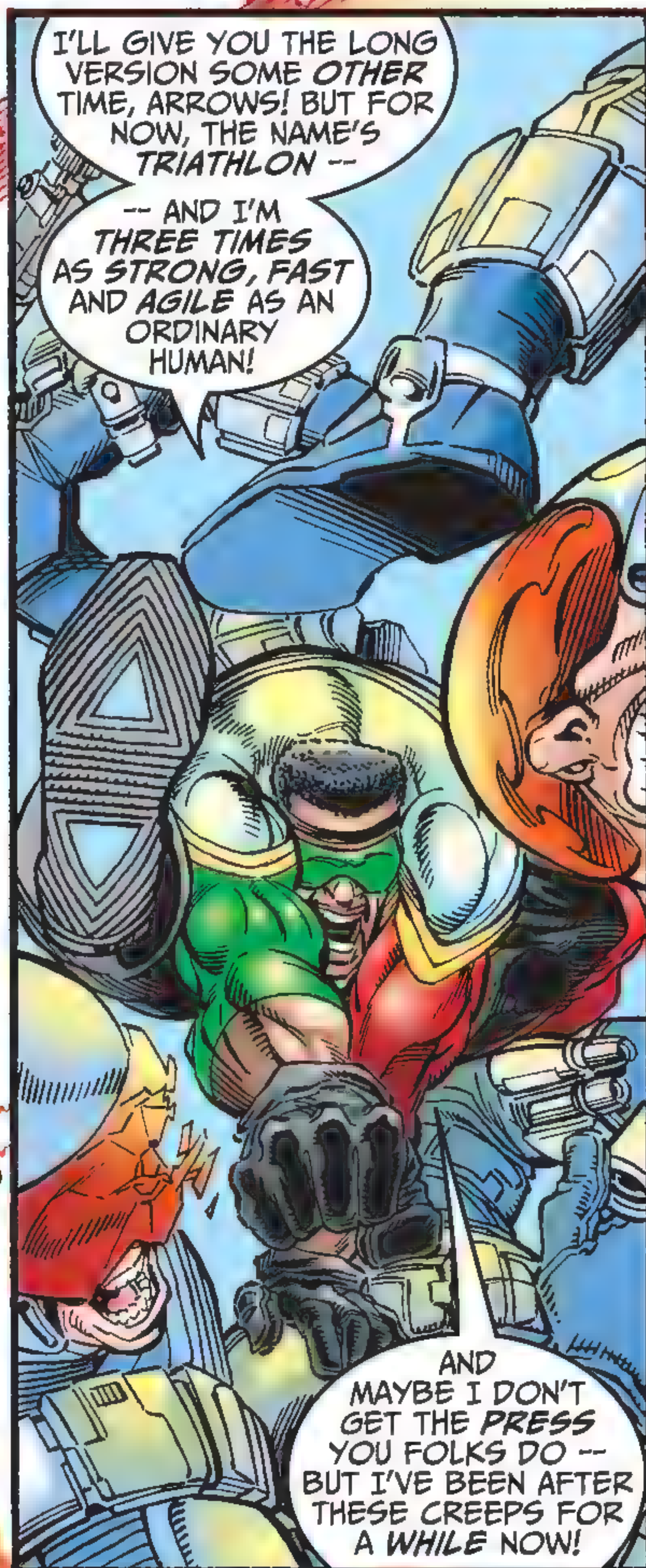
UGGK!

HUKKH!



AND YOU'RE
WELCOME TO IT,
TRIATHLON!

HIT 'EM, PEOPLE --
SAME PLAN AS
BEFORE! SPREAD
OUT, AND KEEP 'EM
ENGAGED -- SO
THEY CAN'T GRAB
HOSTAGES!



I'LL GIVE YOU THE LONG
VERSION SOME OTHER
TIME, ARROWS! BUT FOR
NOW, THE NAME'S
TRIATHLON --

-- AND I'M
THREE TIMES
AS STRONG, FAST
AND AGILE AS AN
ORDINARY
HUMAN!

AND
MAYBE I DON'T
GET THE PRESS
YOU FOLKS DO --
BUT I'VE BEEN AFTER
THESE CREEPS FOR
A WHILE NOW!

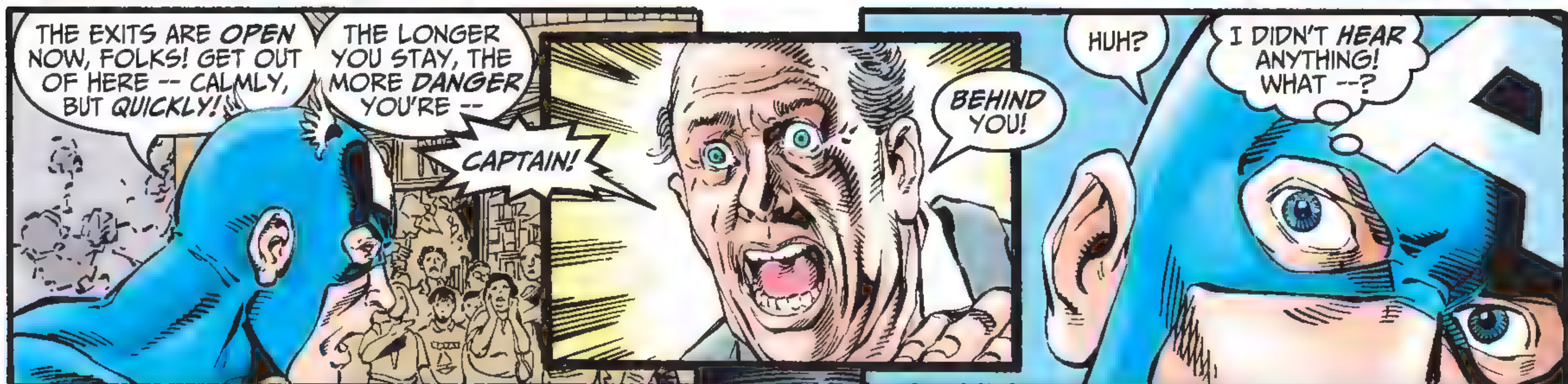
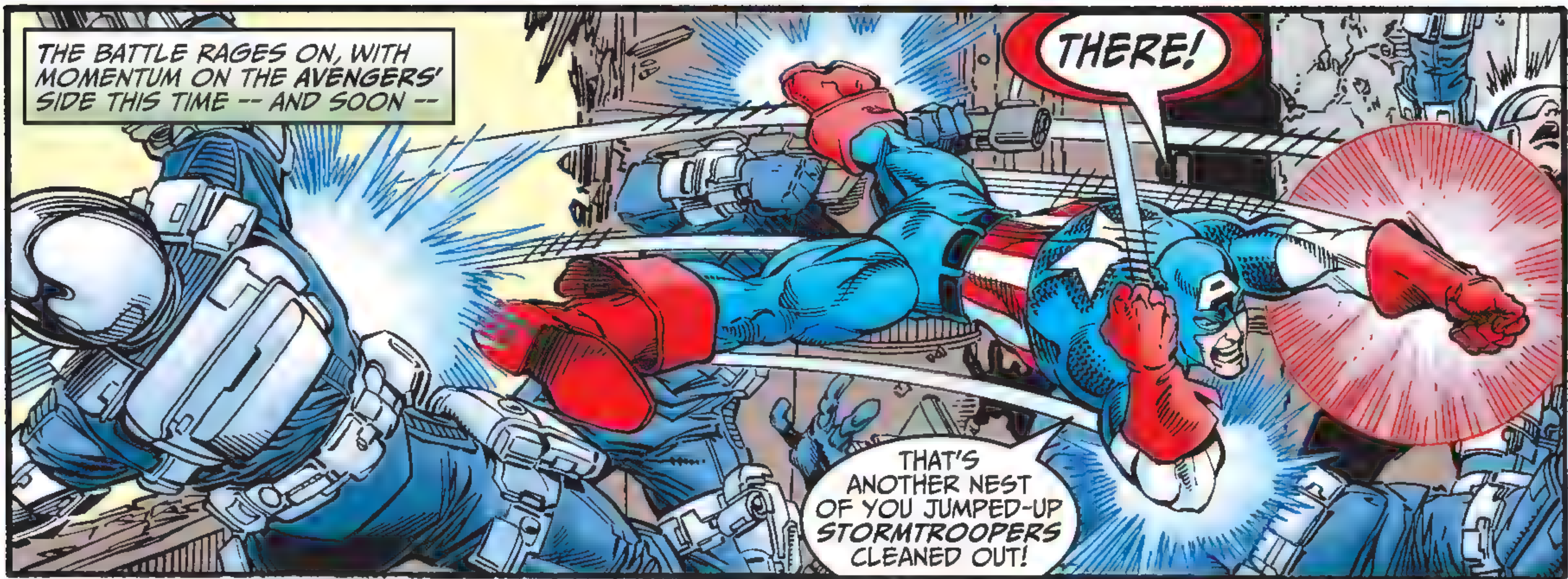


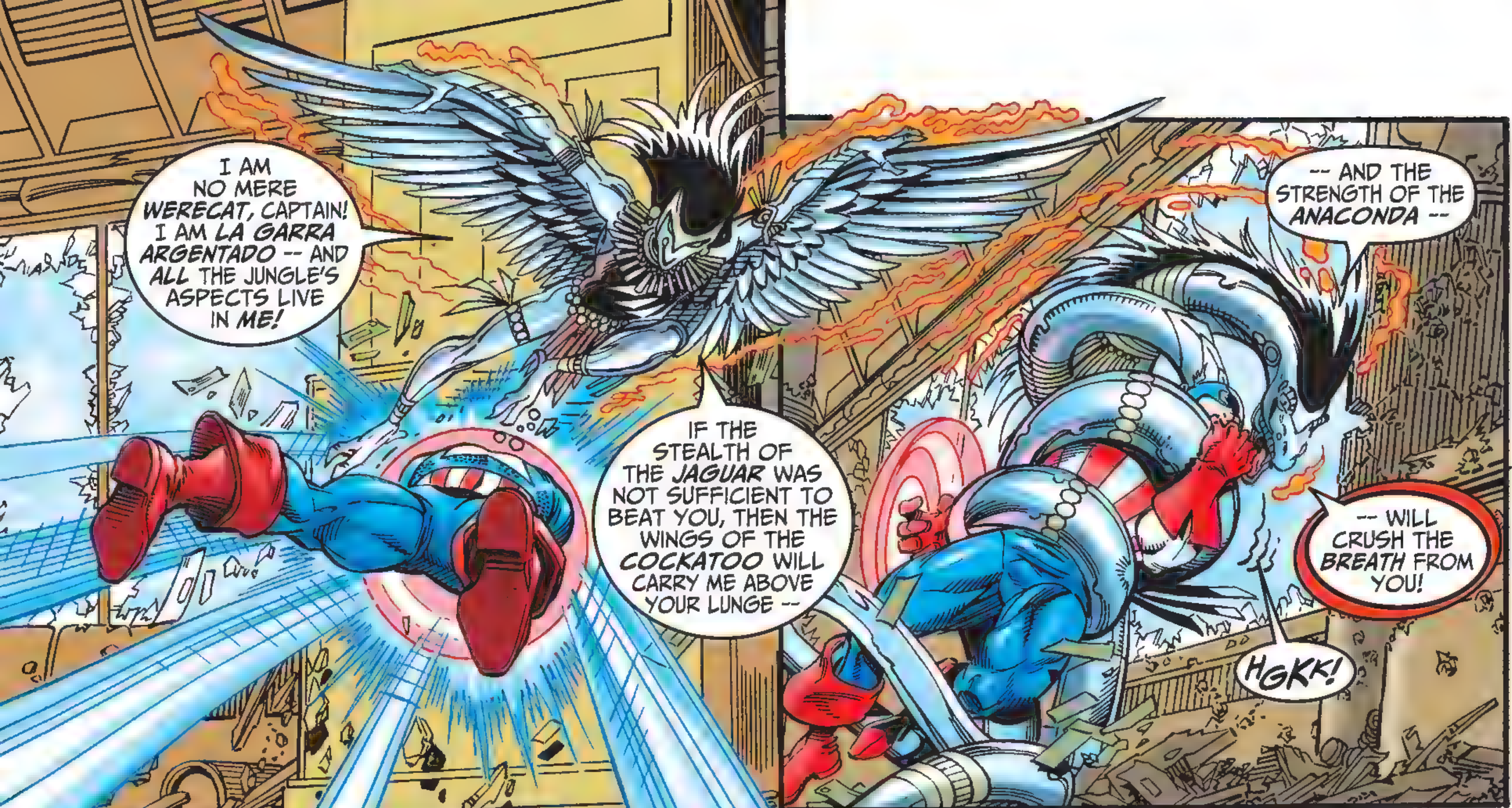
WILL DO,
CAP!

I CAN
HANDLE THESE
GUYS WITH SOME
MEDIUM-POWER
BURSTS --

-- BUT
EVENTUALLY,
I'LL BE ASKED
TO CUT LOOSE
AGAIN --

-- TO CHOOSE
BETWEEN MY
RESPONSIBILITIES
AND MY HEALTH!
WHAT THEN--?





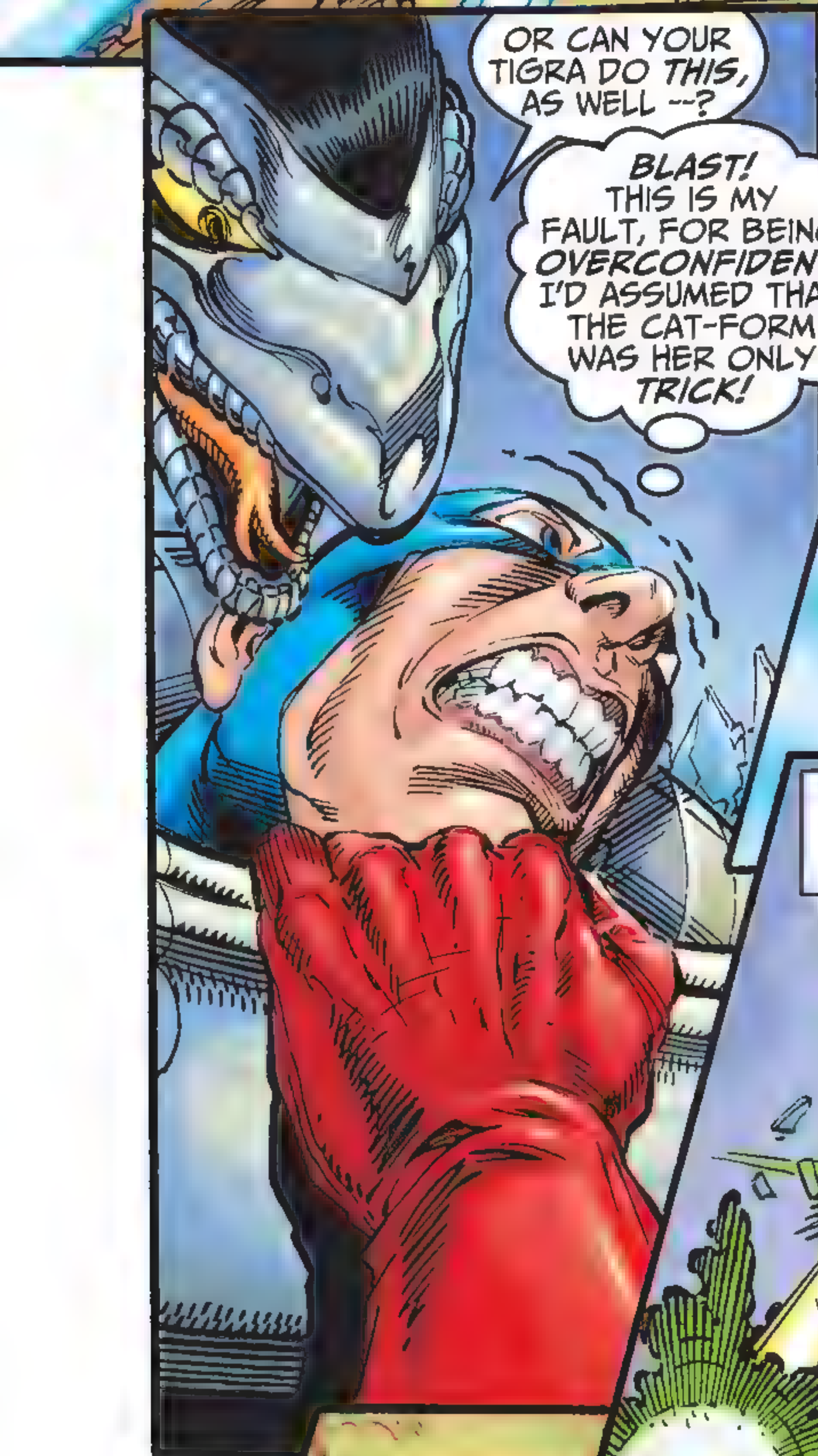
I AM NO MERE WERECAT, CAPTAIN! I AM LA GARRA ARGENTADO -- AND ALL THE JUNGLE'S ASPECTS LIVE IN ME!

-- AND THE STRENGTH OF THE ANACONDA --

IF THE STEALTH OF THE JAGUAR WAS NOT SUFFICIENT TO BEAT YOU, THEN THE WINGS OF THE COCKATOO WILL CARRY ME ABOVE YOUR LUNGE --

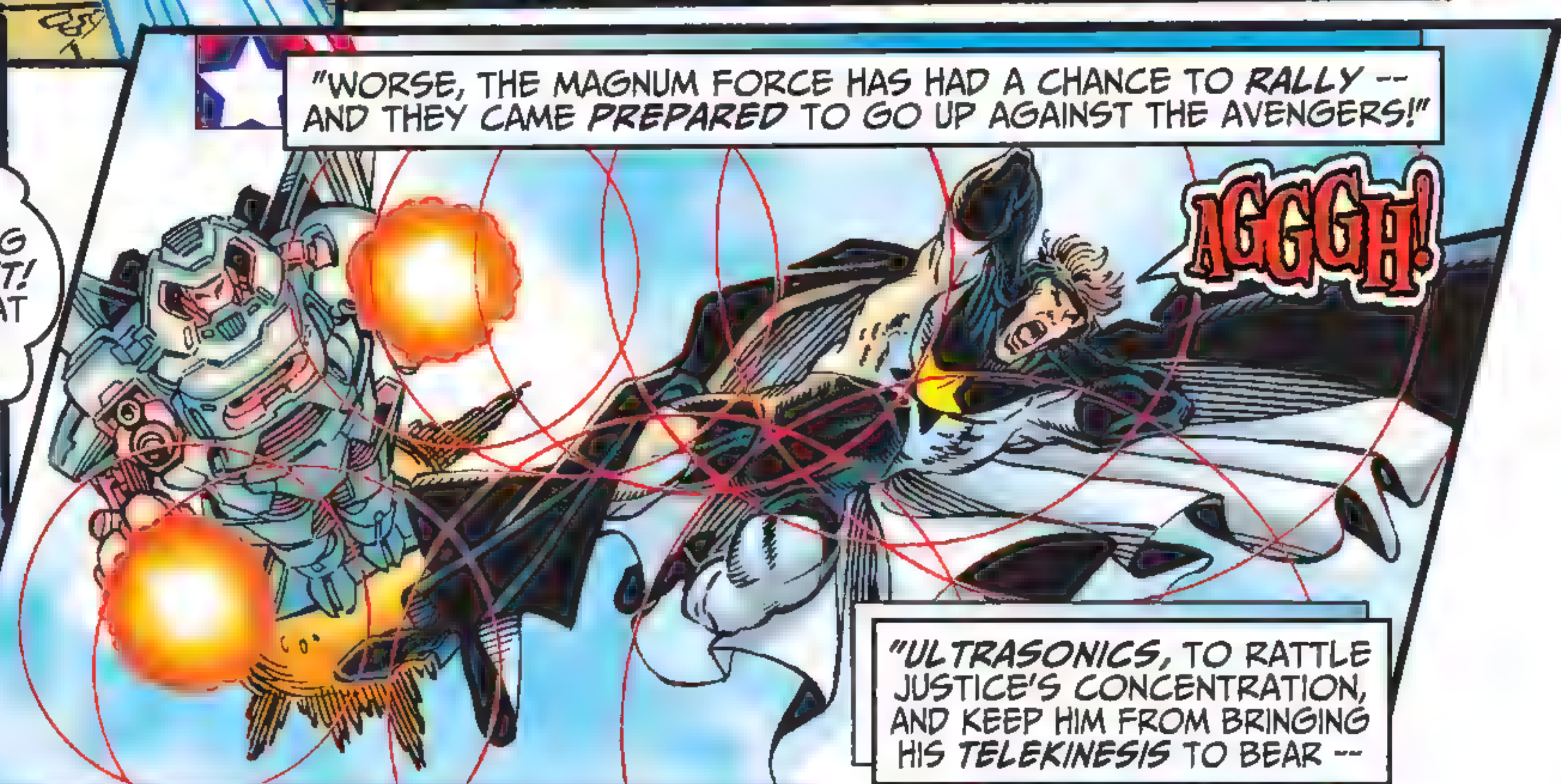
-- WILL CRUSH THE BREATH FROM YOU!

HGKK!



OR CAN YOUR TIGRA DO THIS, AS WELL --?

BLAST! THIS IS MY FAULT, FOR BEING OVERCONFIDENT! I'D ASSUMED THAT THE CAT-FORM WAS HER ONLY TRICK!



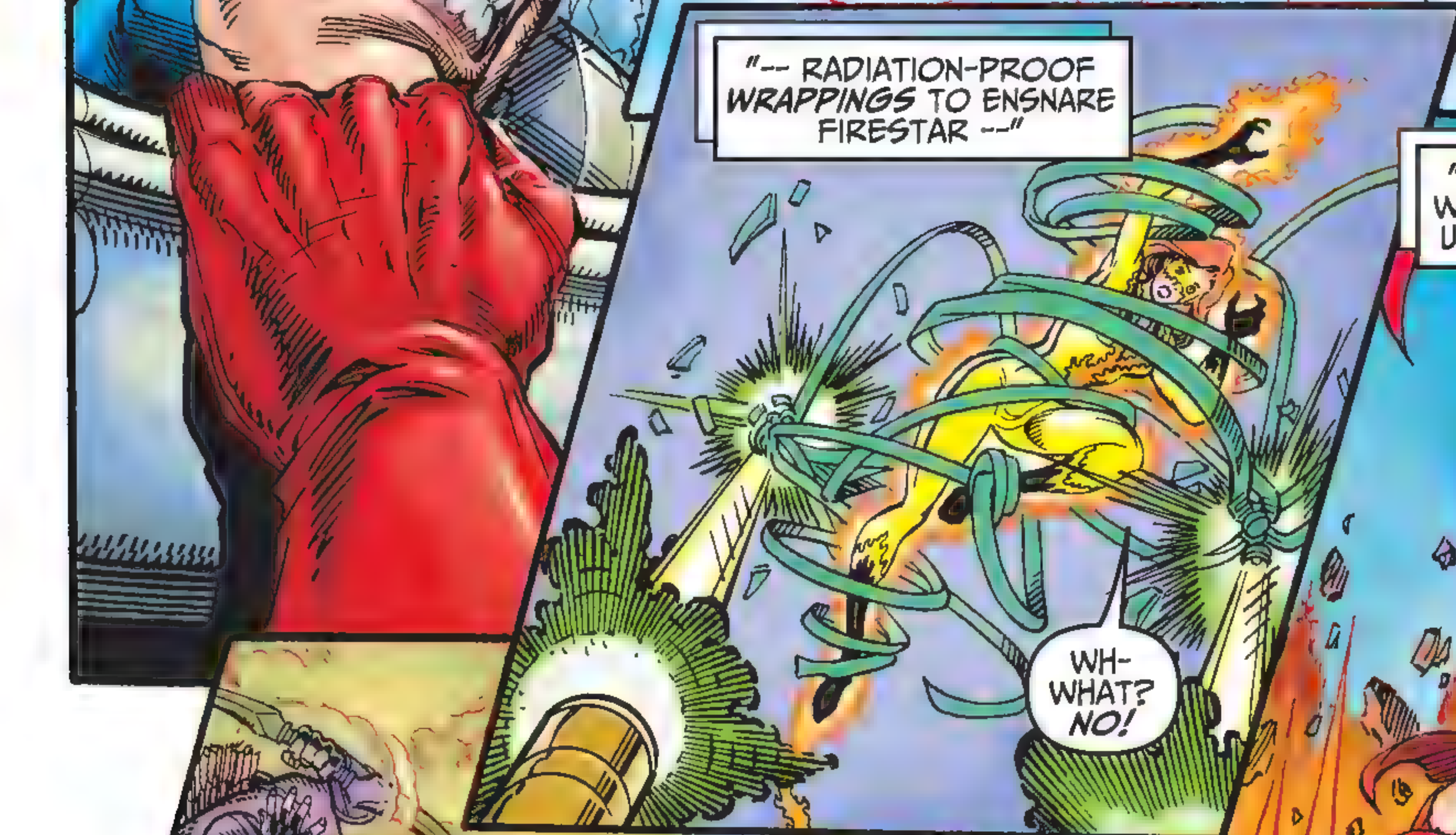
"WORSE, THE MAGNUM FORCE HAS HAD A CHANCE TO RALLY -- AND THEY CAME PREPARED TO GO UP AGAINST THE AVENGERS!"

AGGGH!

"ULTRASONICS, TO RATTLE JUSTICE'S CONCENTRATION, AND KEEP HIM FROM BRINGING HIS TELEKINESIS TO BEAR --

"-- RADIATION-PROOF WRAPPINGS TO ENSNARE FIRESTAR --"

"-- SHOCK-BLASTS TO KEEP WANDA UNSTEADY ON HER FEET, UNABLE TO AIM HER HEXES --"



WH-WHAT? NO!



AAAAH!

WE NEED PHYSICAL POWER, WANDA -- AND WE NEED IT NOW!

OKAY, CAP! I'LL --



"-- AND AGAINST HAWKEYE -- HIGH POWERED FANS!"

YOU LIKE GAS ARROWS SO MUCH, FELLA -- YOU HAVE A TASTE!

HKK!



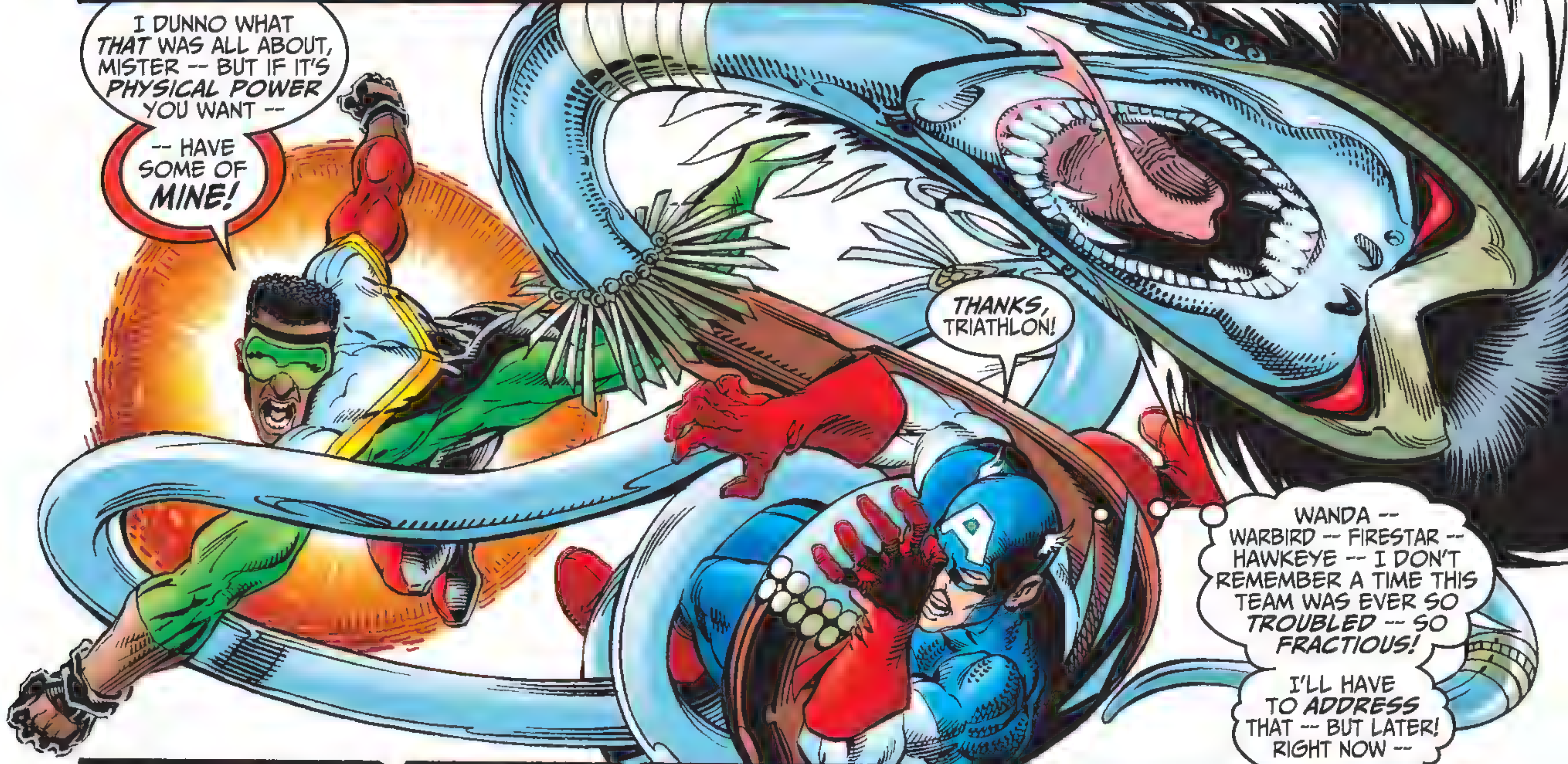
THE YOUNG MUTANT CONCENTRATES, INTENDING TO SUMMON SIMON WILLIAMS -- WONDER MAN -- BUT --

I -- I CAN'T, CAP! I WON'T!

HE'S NOT JUST SOME -- SOME GUN WE CAN DRAW WHENEVER WE NEED HIM! HE'S A PERSON! AND I WON'T JUST -- USE HIM--!

I DUNNO WHAT THAT WAS ALL ABOUT, MISTER -- BUT IF IT'S PHYSICAL POWER YOU WANT --

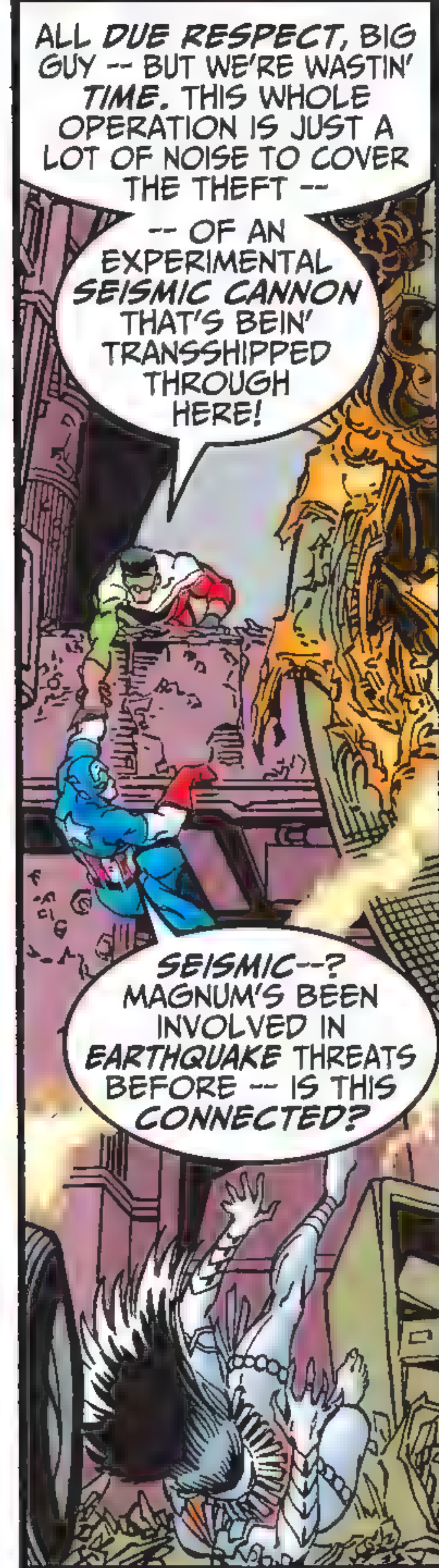
-- HAVE SOME OF MINE!



THANKS, TRIATHLON!

WANDA -- WARBIRD -- FIRESTAR -- HAWKEYE -- I DON'T REMEMBER A TIME THIS TEAM WAS EVER SO TROUBLED -- SO FRACTIOUS!

I'LL HAVE TO ADDRESS THAT -- BUT LATER! RIGHT NOW --



ALL DUE RESPECT, BIG GUY -- BUT WE'RE WASTIN' TIME. THIS WHOLE OPERATION IS JUST A LOT OF NOISE TO COVER THE THEFT --

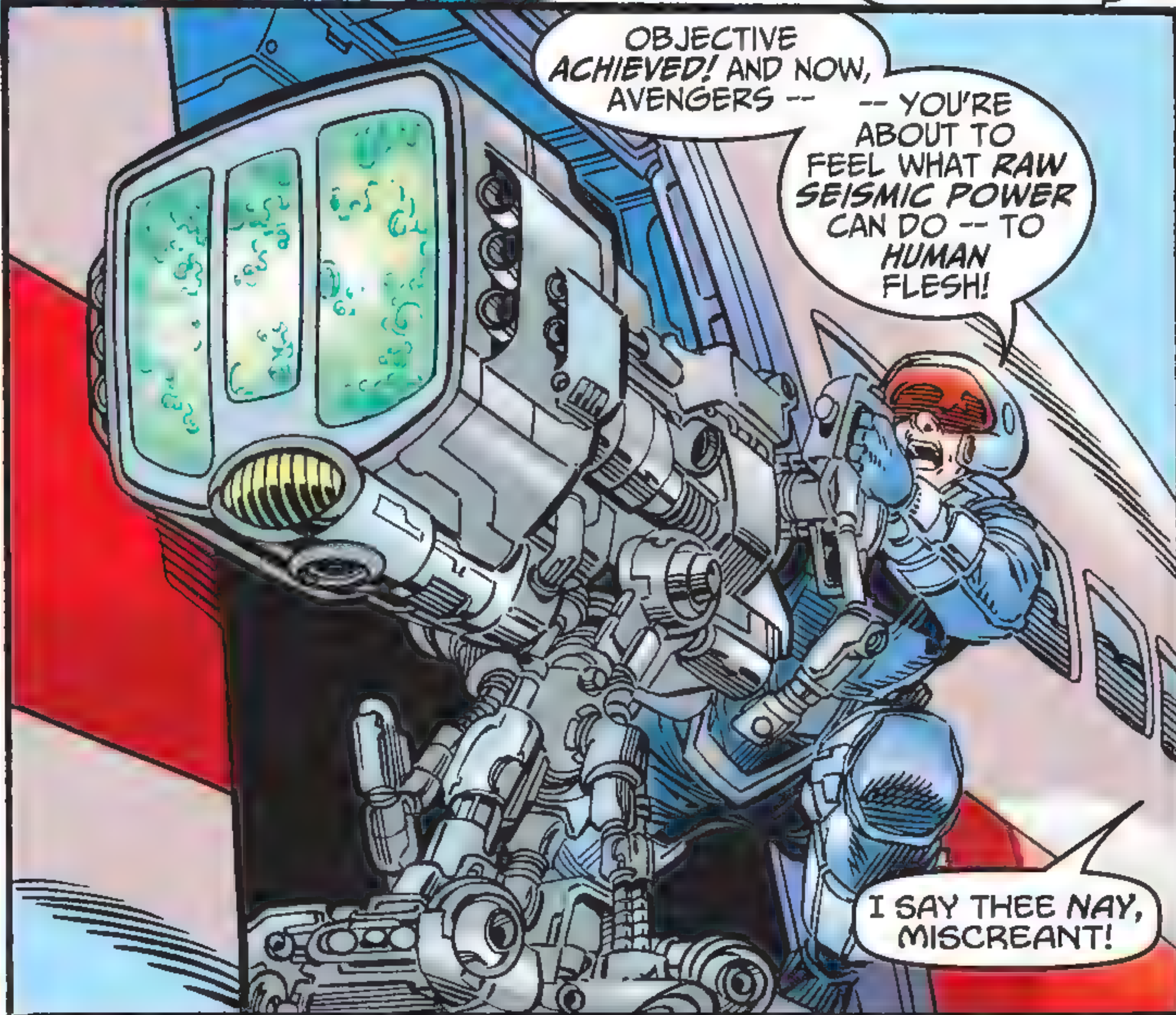
-- OF AN EXPERIMENTAL SEISMIC CANNON THAT'S BEIN' TRANSSHIPPED THROUGH HERE!

SEISMIC--? MAGNUM'S BEEN INVOLVED IN EARTHQUAKE THREATS BEFORE -- IS THIS CONNECTED?



I DUNNO, CAP --

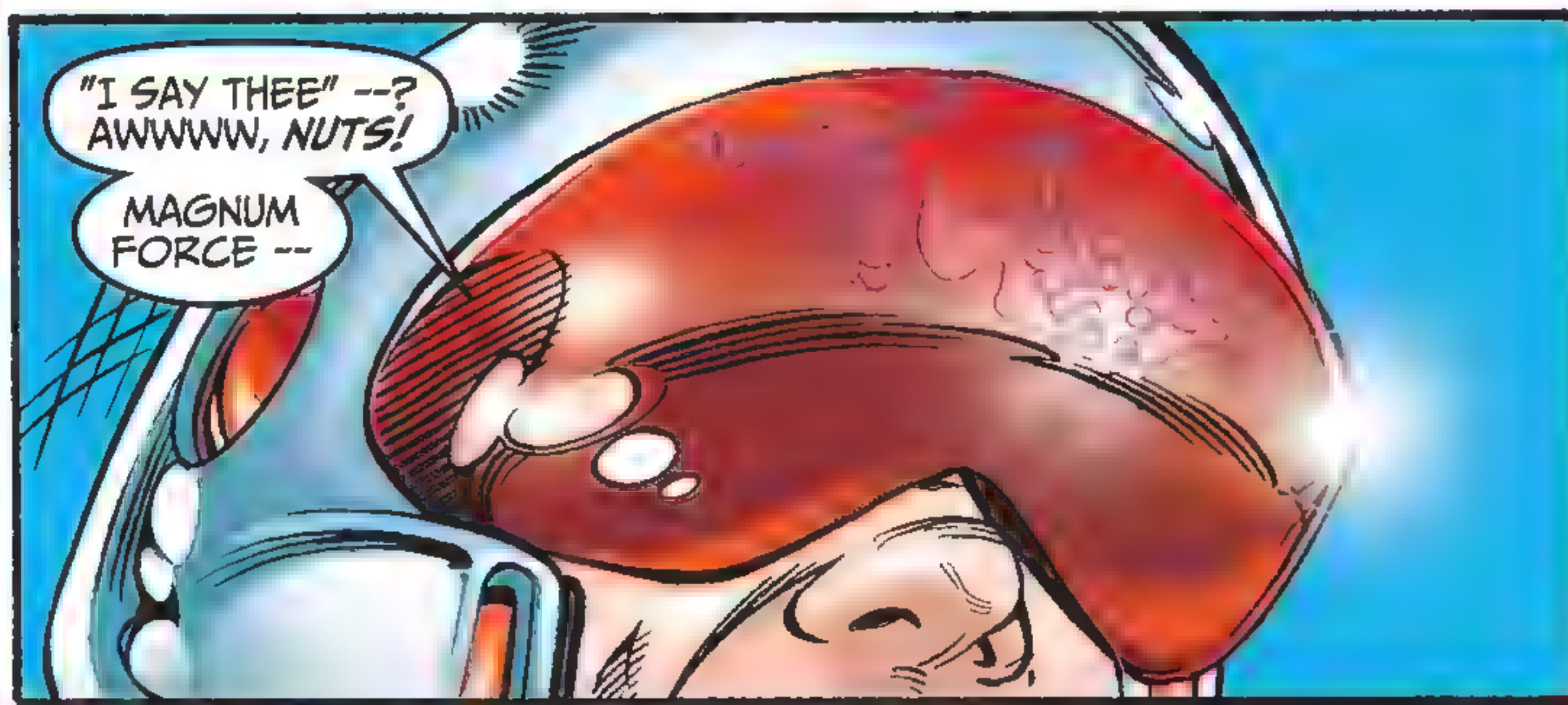
-- BUT I THINK WE'RE ABOUT TO FIND OUT!



OBJECTIVE ACHIEVED! AND NOW, AVENGERS --

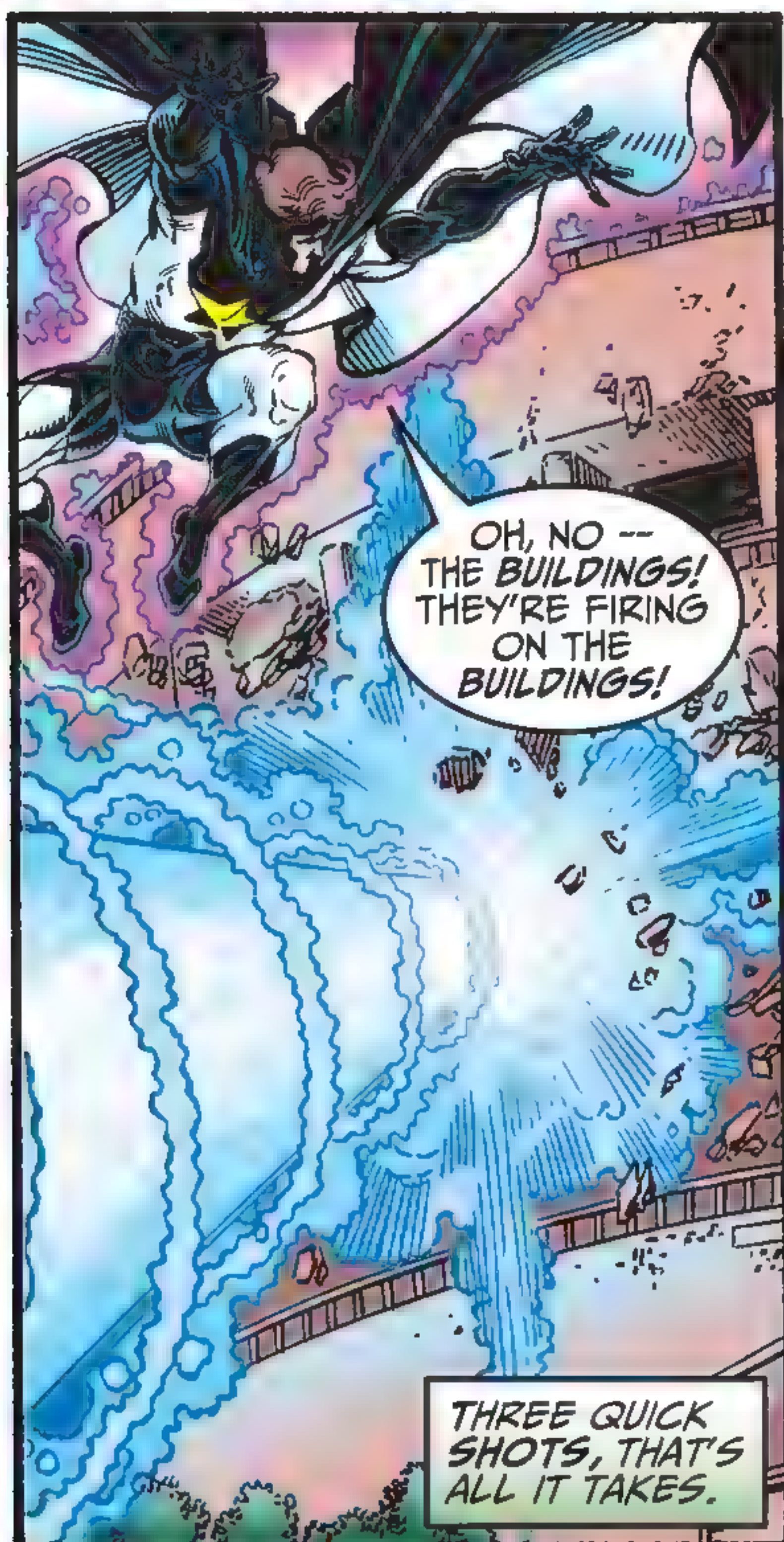
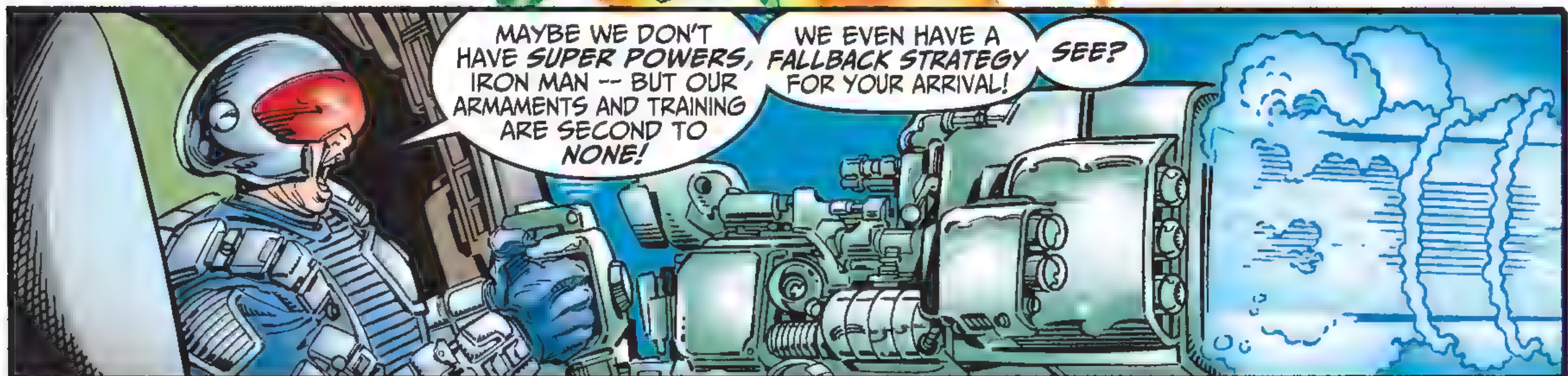
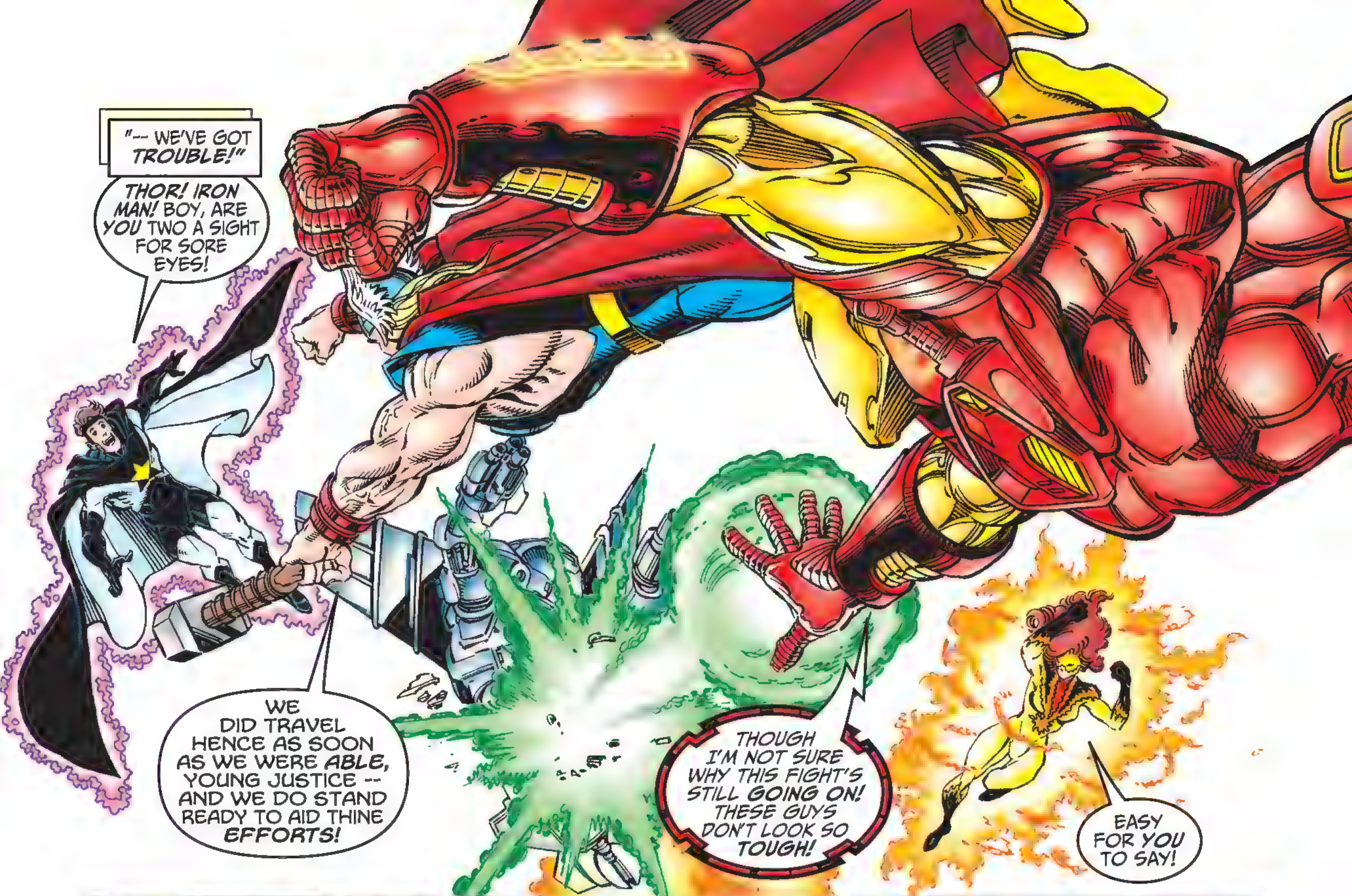
-- YOU'RE ABOUT TO FEEL WHAT RAW SEISMIC POWER CAN DO -- TO HUMAN FLESH!

I SAY THEE NAY, MISCREANT!



"I SAY THEE" --? AWWW, NUTS!

MAGNUM FORCE --





-- TO SAFEGUARDING INNOCENTS!

I'VE GOT THIS LOAD OF RUBBLE, CAP -- BUT I CAN'T HOLD IT MUCH LONGER!

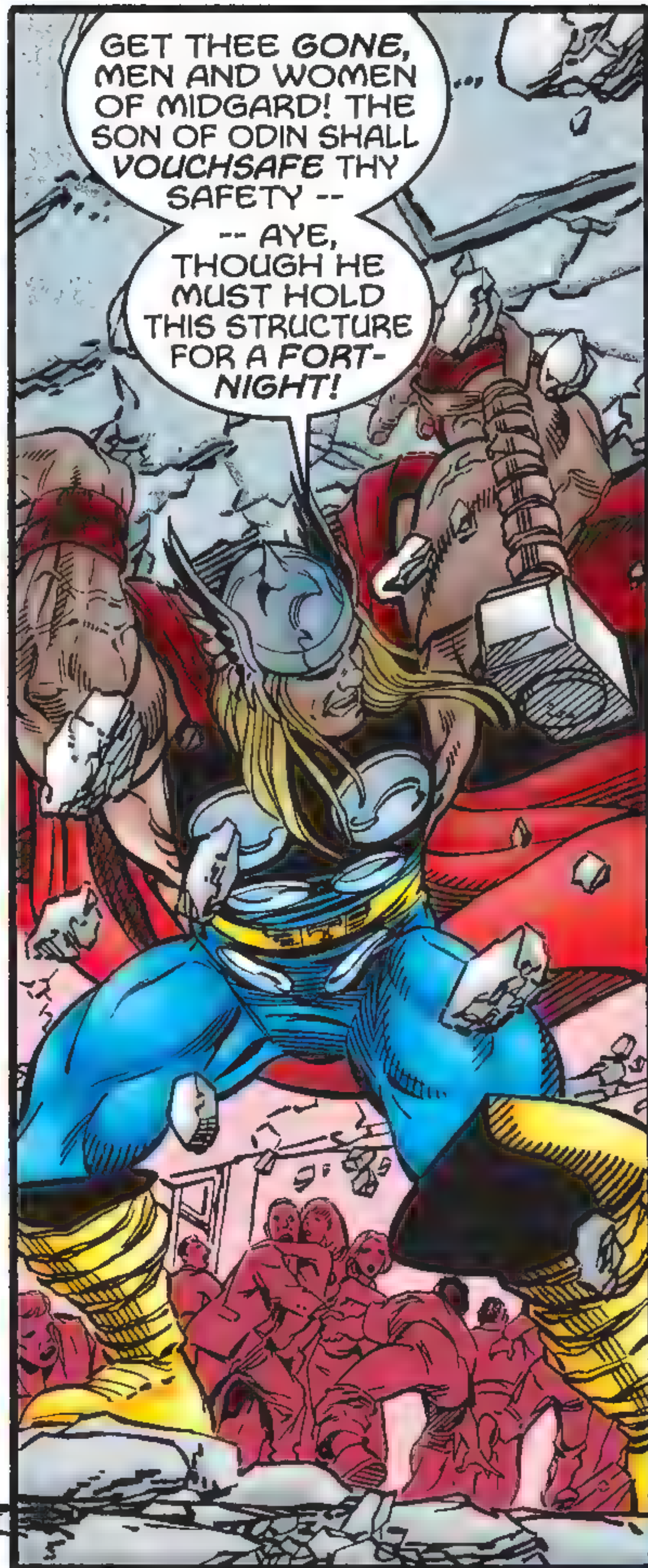
SHUNT IT AS FAR EAST AS YOU CAN, VANCE! WE'RE ALMOST CLEAR!



MAYBE I WAS TOO HASTY IN WHAT I SAID BEFORE. INDIVIDUALLY, THOSE RAIDERS AREN'T MUCH --

-- BUT IT'S NOT POWER THAT MATTERS SO MUCH AS HOW YOU USE IT! CAP'S TAUGHT ME THAT OFTEN ENOUGH!

THIS WAY! KEEP MOVING!



GET THEE GONE, MEN AND WOMEN OF MIDGARD! THE SON OF ODIN SHALL VOUCHSAFE THY SAFETY --

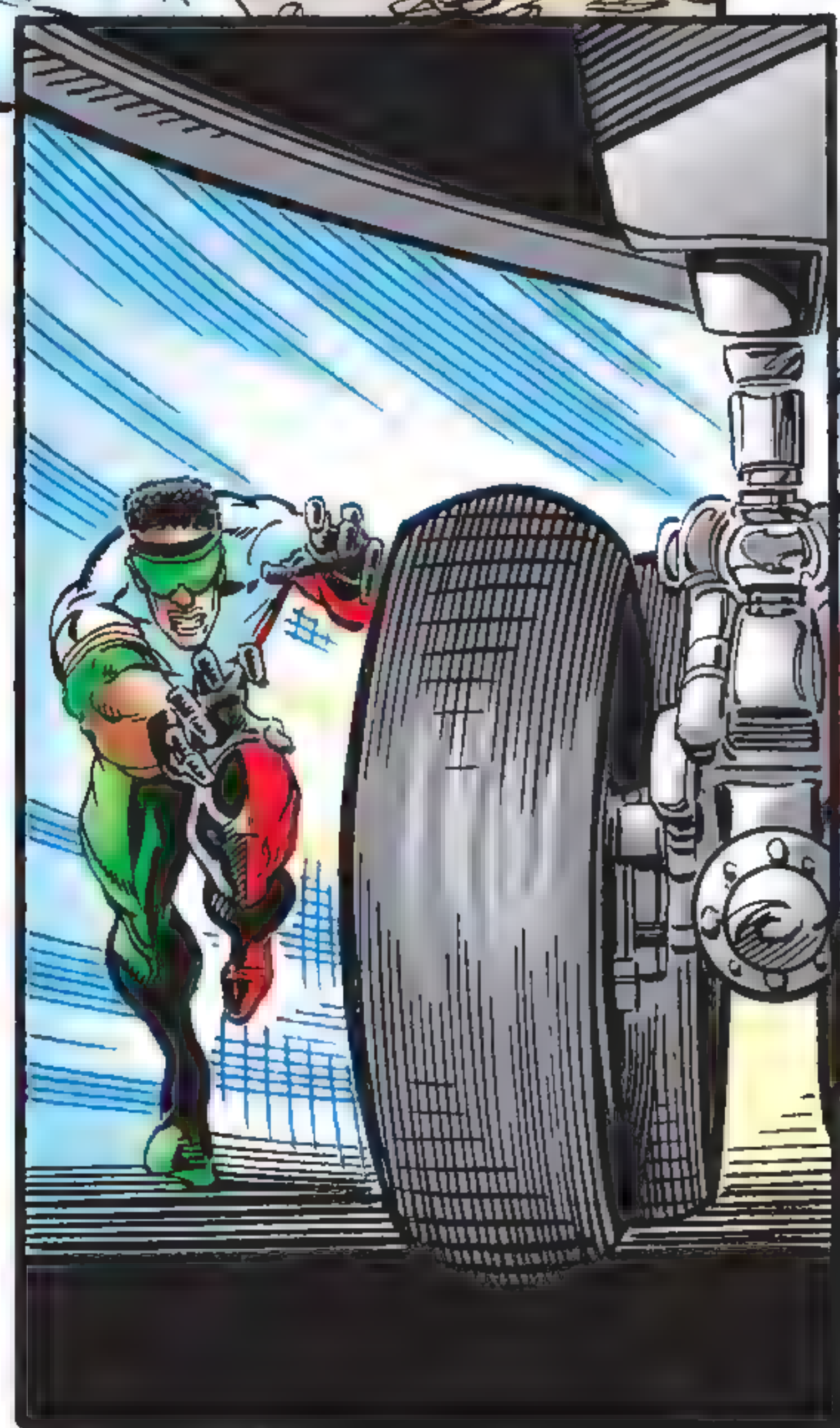
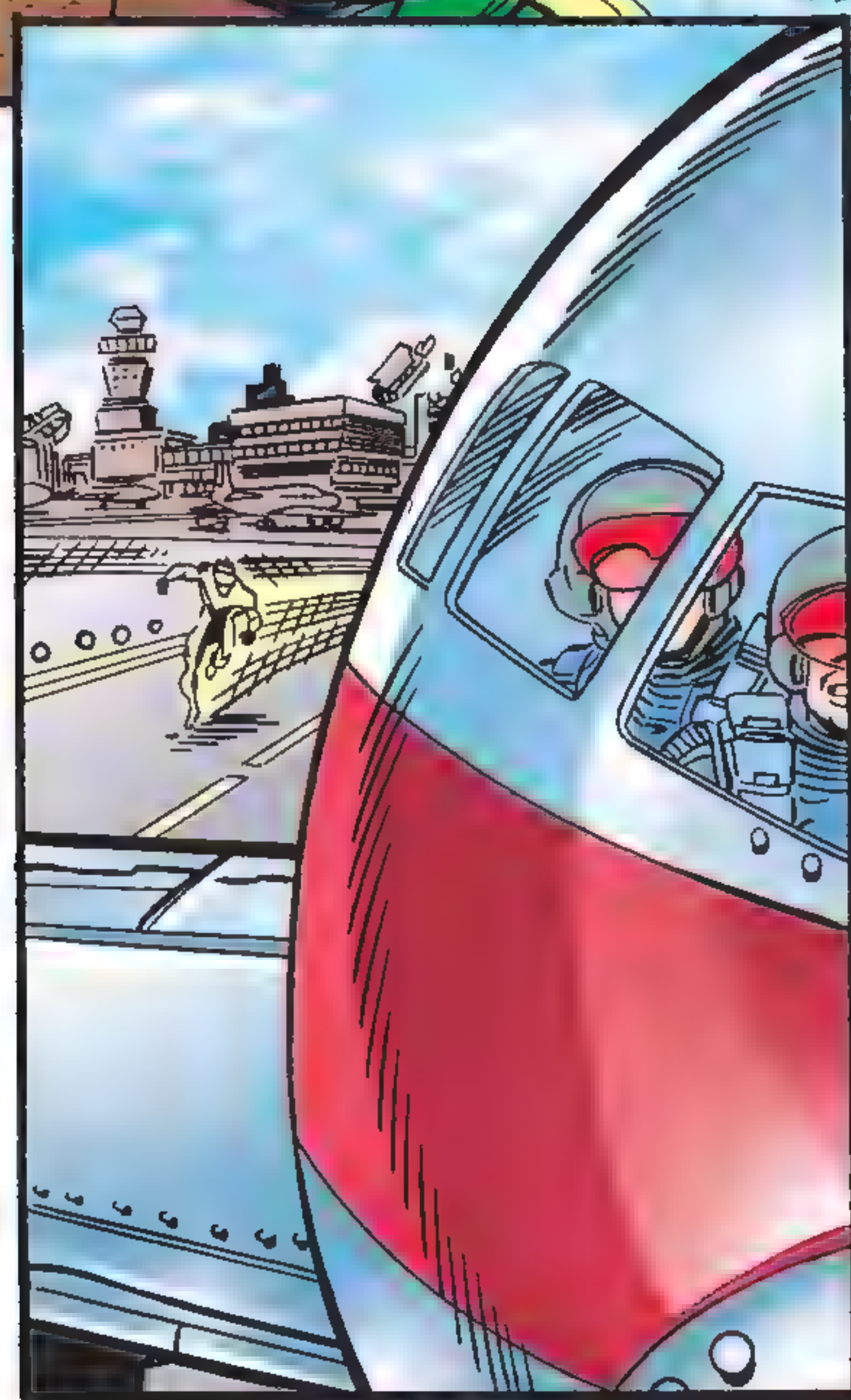
-- AYE, THOUGH HE MUST HOLD THIS STRUCTURE FOR A FORT-NIGHT!

AND, AS THE AVENGERS DEAL WITH THE CRISIS...

MAGNUM'S MEN -- THEY'RE RUNNING!

THEY'RE NOT JUST STEALIN' THE SEISMIC CANNON -- BUT THE WHOLE PLANE IT WAS BEIN' SHIPPED IN!

GOOD THING THE OTHERS HAVE THINGS UNDER CONTROL -- BECAUSE TRIATHLON --



-- HAS A PLANE TO CATCH!

AND SHORTLY,
AS AEROVERDE
FLIGHT 26 FINALLY
DISEMBARKS...

CAP HASN'T SAID ANYTHING
ABOUT MY REFUSING TO HEX
UP SIMON -- YET.

BUT WHAT DO I DO
WHEN HE DOES? CAROL
COULDN'T ACCESS HER
FULL POWER --

-- BUT I SIMPLY
REFUSED TO. AND I
KNOW -- I SHOULD
HAVE.

HAWKEYE,
THOR -- CONTINUE
TO SWEEP FOR
STRAGGLERS. OR
FOR TRIATHLON --
HE MIGHT BE
WOUNDED.

JUSTICE,
FIRESTAR,
IRON
MAN --

-- NICE
WORK!

HEY, CAP --
TAKE A GANDER!
NO TRIATHLON --
BUT I DID FIND
SOMEONE...

OH, CAPTAIN
AMERICA! I'M
SO SORRY I
ATTACKED YOU--
AND THE THINGS
I SAID--!

THOSE MEN -- THEY TOOK
OVER THE PLANE IN COSTA
VERDE, WHERE THE SECURITY
IS LESS STRICT. I TRIED
TO STOP THEM --

-- BUT THEY
THREATENED TO
KILL THE PASSENGERS,
UNLESS I HELPED
THEM!

THEY HAD
HOSTAGES
THE WHOLE TIME?
WHY DIDN'T THEY
USE THEM?

THIS'LL HAVE
TO BE BACKED
UP WITH SUPPORT
SCAFFOLDING -- AND
MORE EXTENSIVE
REPAIRS
LATER.

BUT FOR
NOW -- IT'LL
HELP TO GET
THE AIRPORT UP AND
RUNNING AGAIN, WITH-
OUT STRANDING
THOUSANDS!

THEY HAD NO NEED TO --
THEY WERE NOT INTERESTED
IN STOPPING YOU, THEY
SAID, ONLY IN CAUSING
A LARGE ENOUGH
COMMOTION --

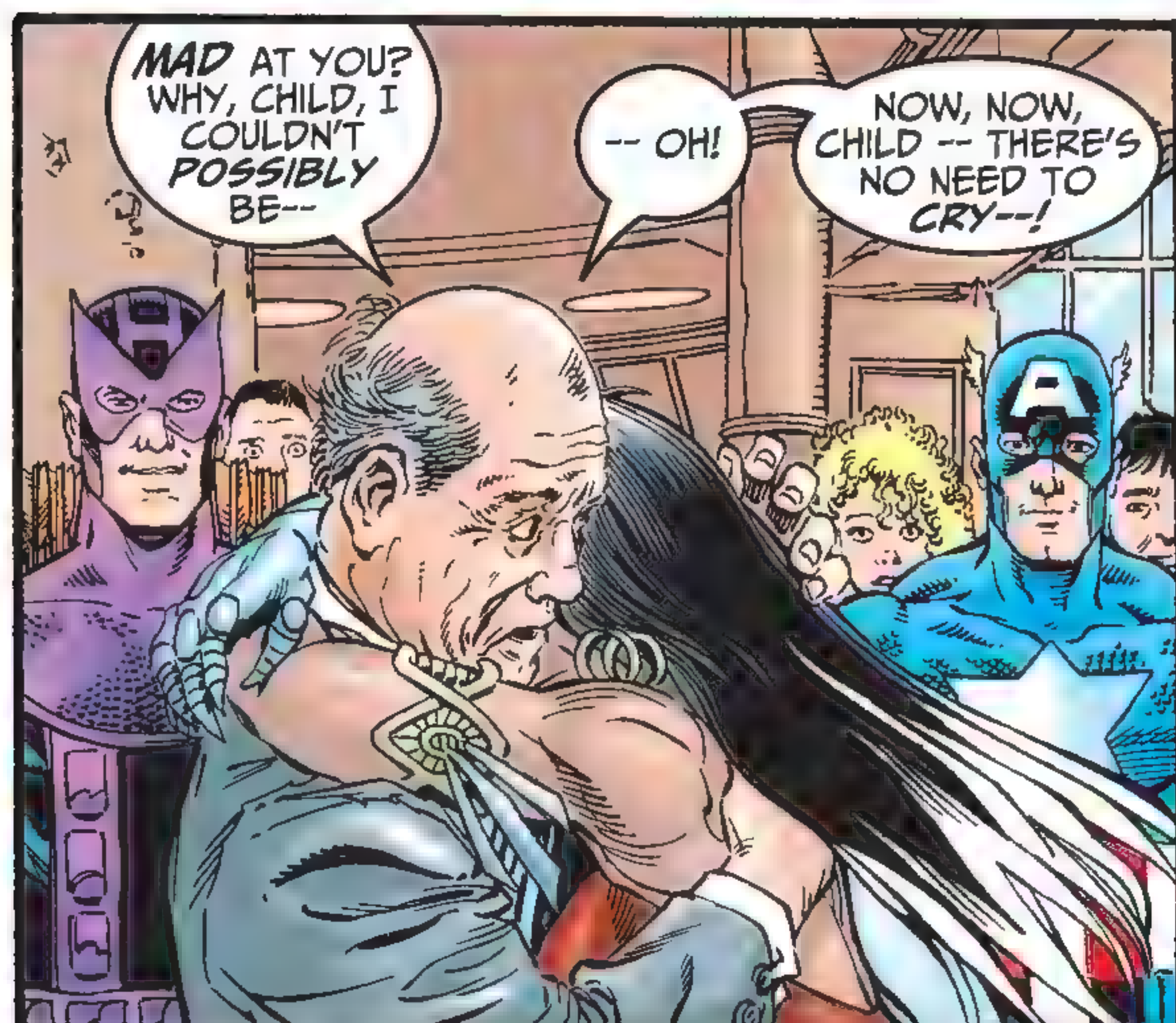
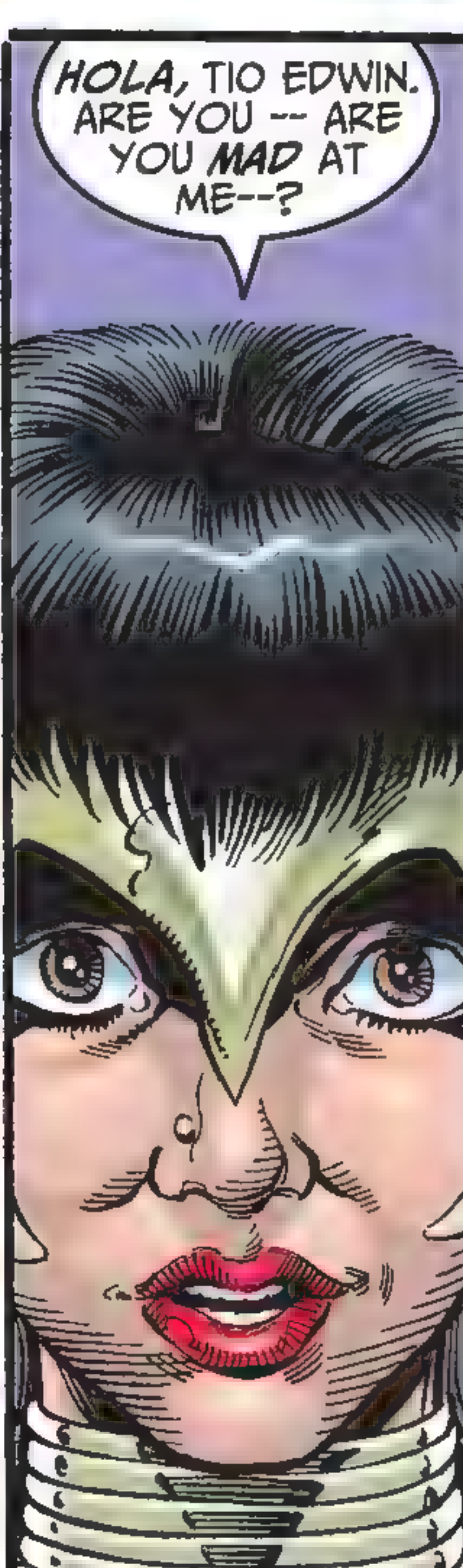
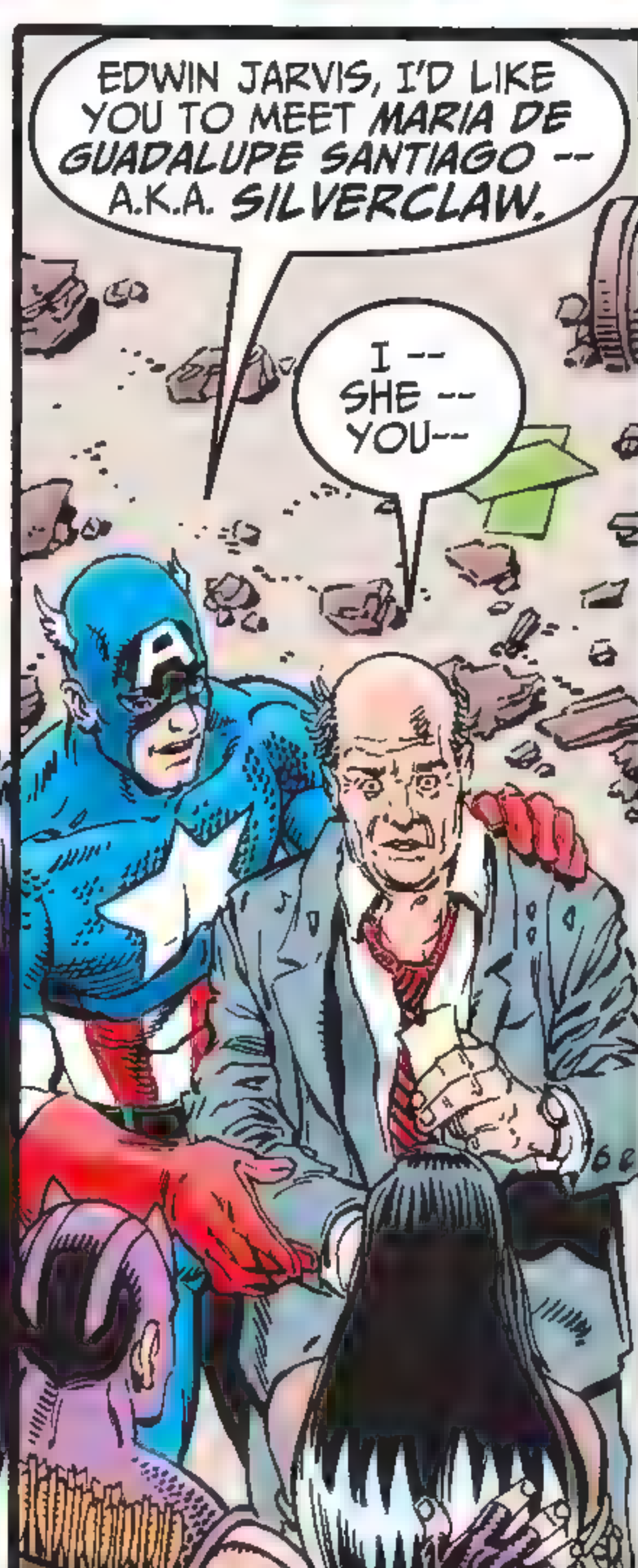
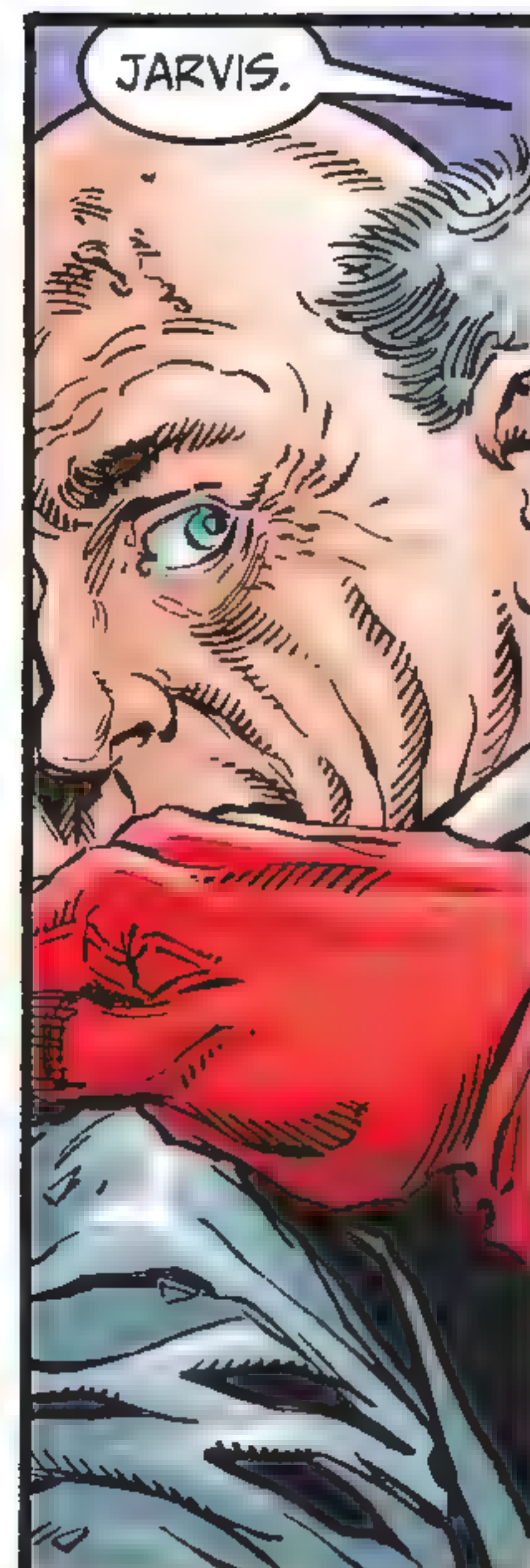
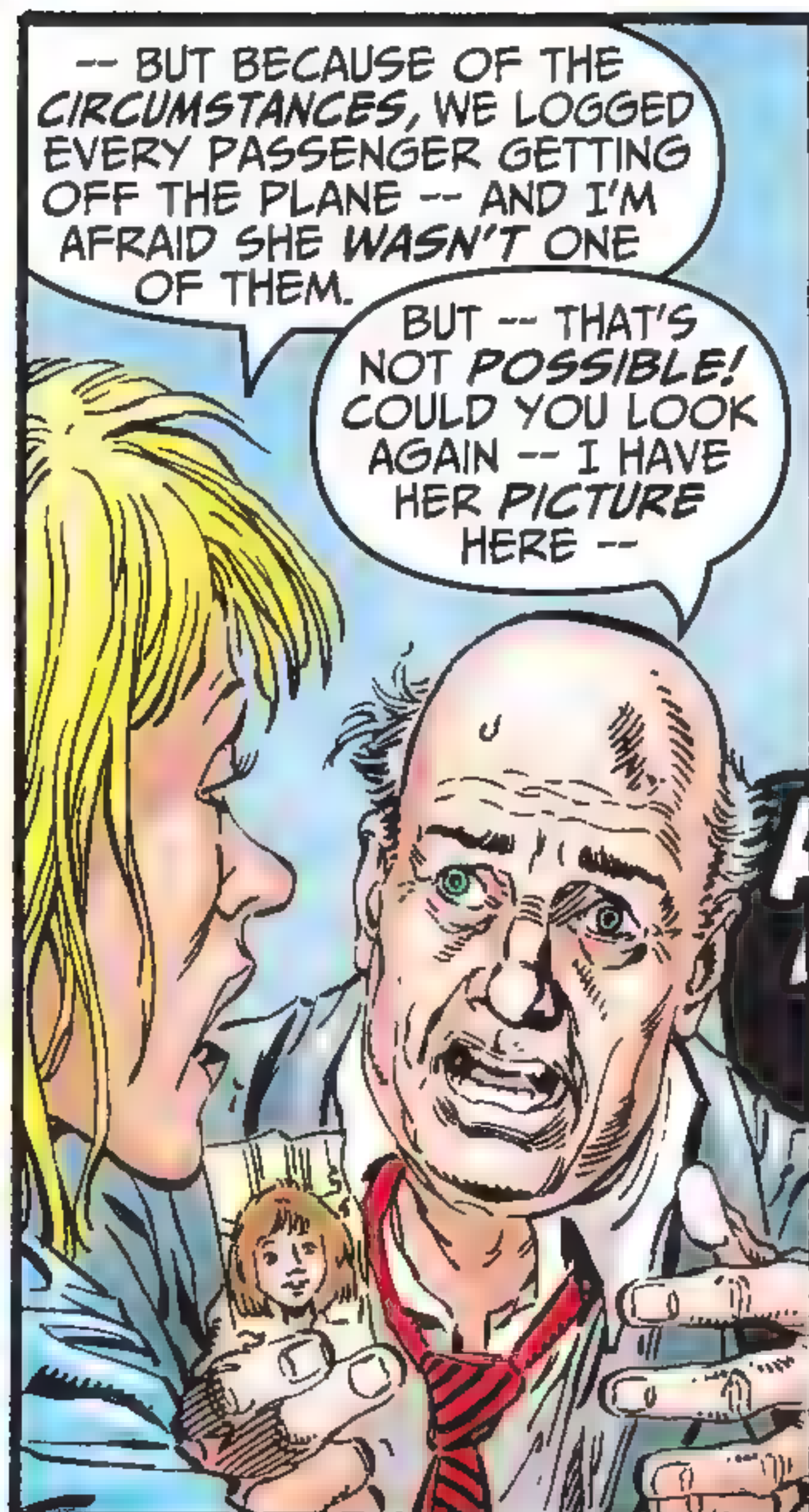
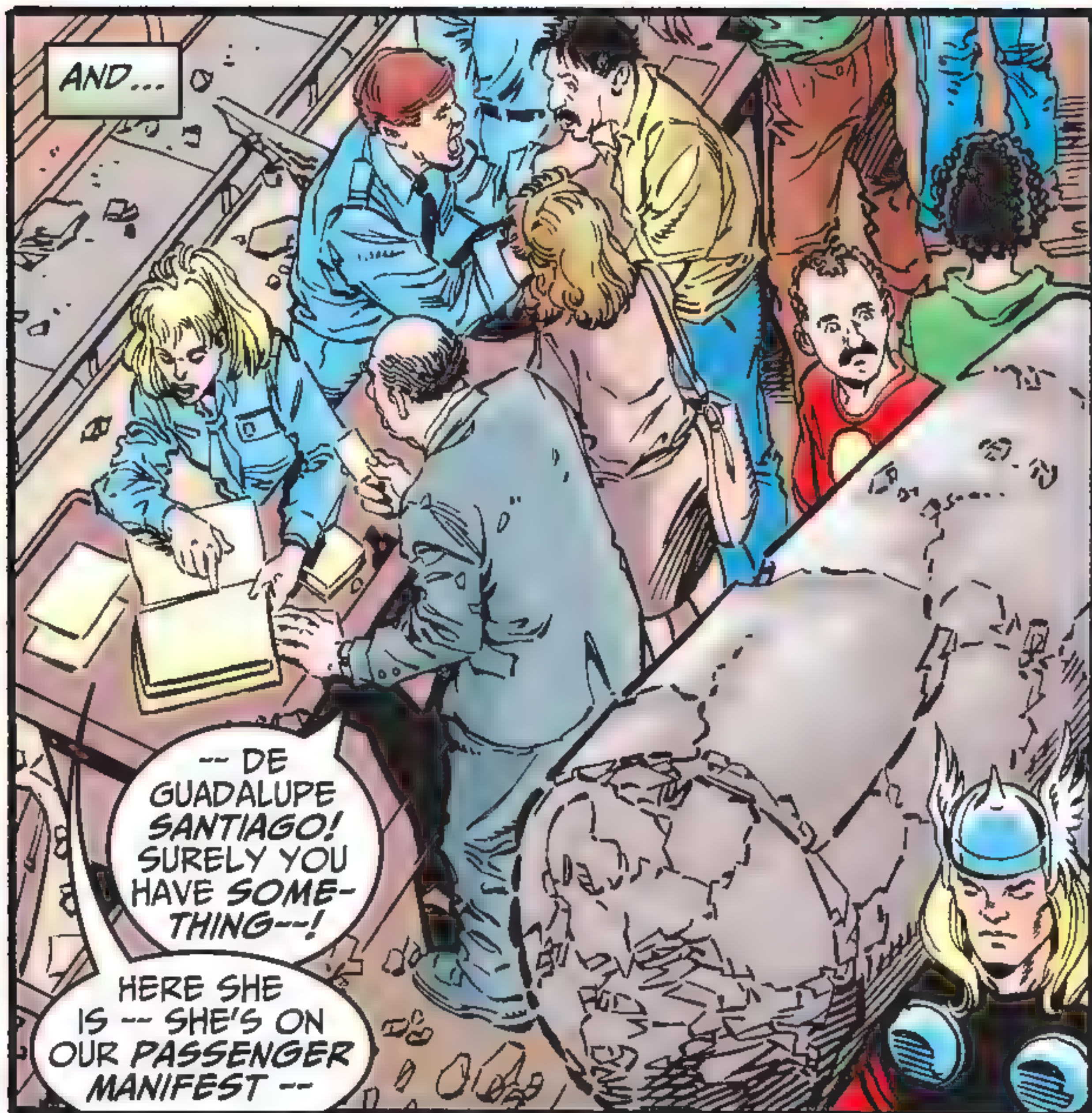
-- TO DISTRACT
FROM THEIR THEFT.
I TOLD THEM I COULD
ONLY COOPERATE --
IF NO ONE WAS TO
BE KILLED.

IF THAT'S
TRUE, YOUNG
LADY, WE OWE YOU
A DEBT OF THANKS.
THERE'S A GREAT DEAL
OF DAMAGE HERE --
BUT IT COULD
HAVE BEEN FAR
WORSE.

I'LL CHECK OUT YOUR
STORY, BUT FIRST --

-- WHY WERE YOU ON
THE PLANE IN THE
FIRST PLACE?

WELL,
YOU
SEE --





LATER, BACK AT AVENGERS MANSION...

I AM VERY SORRY, TIO EDWIN.



IF I'D KNOWN THAT WAS YOU...

IT'S OF NO IMPORTANCE, LUPE -- REALLY. AND I'M QUITE ALL RIGHT, I PROMISE YOU--!

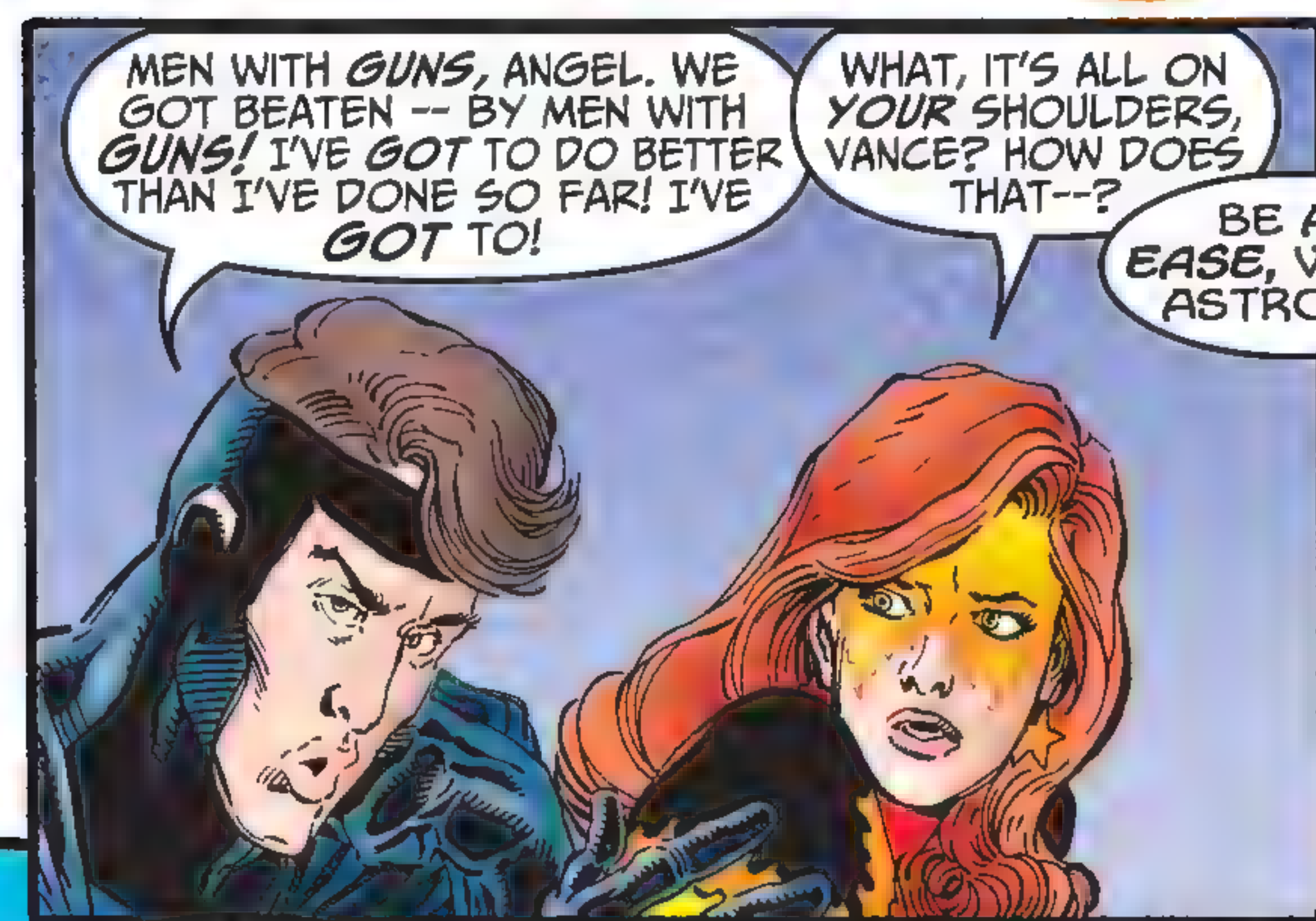
HMM. MAGNUM IS AN ECO-TERRORIST AS WELL AS A MUNITIONS DEALER -- AND MAY HAVE SEISMIC POWERS HIMSELF, IT SAYS HERE.

HE'S FOUGHT THE X-MEN, POWER MAN, DEATHLOK...

-- THE F.A.A. HAD ANY LUCK IN TRACKING THE PLANE'S DIRECTION, MISTER CAWLEY?

WE'LL HAVE THAT DATA SHORTLY, IRON MAN--

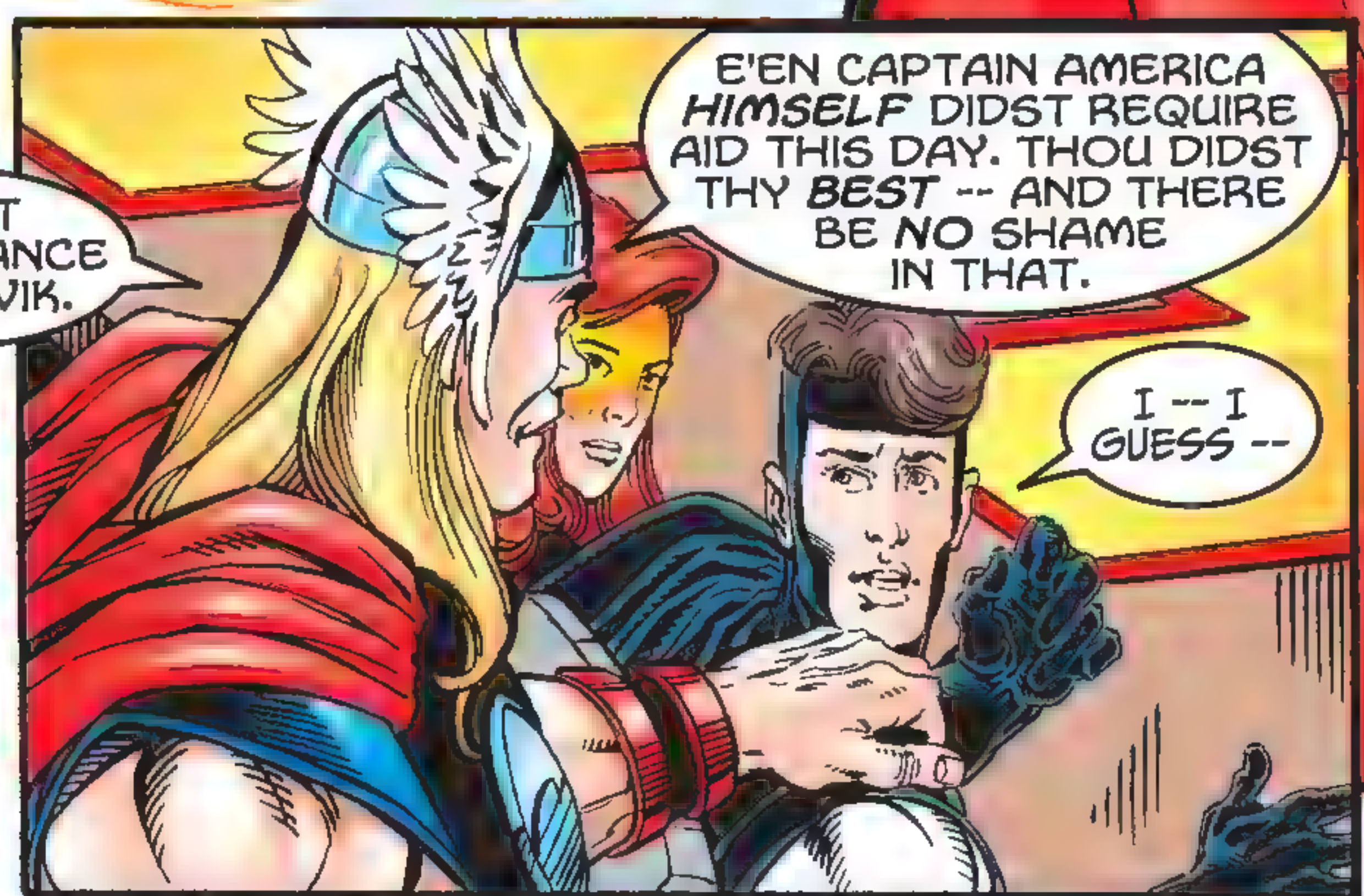
DON'T BELIEVE IT...



MEN WITH GUNS, ANGEL. WE GOT BEATEN -- BY MEN WITH GUNS! I'VE GOT TO DO BETTER THAN I'VE DONE SO FAR! I'VE GOT TO!

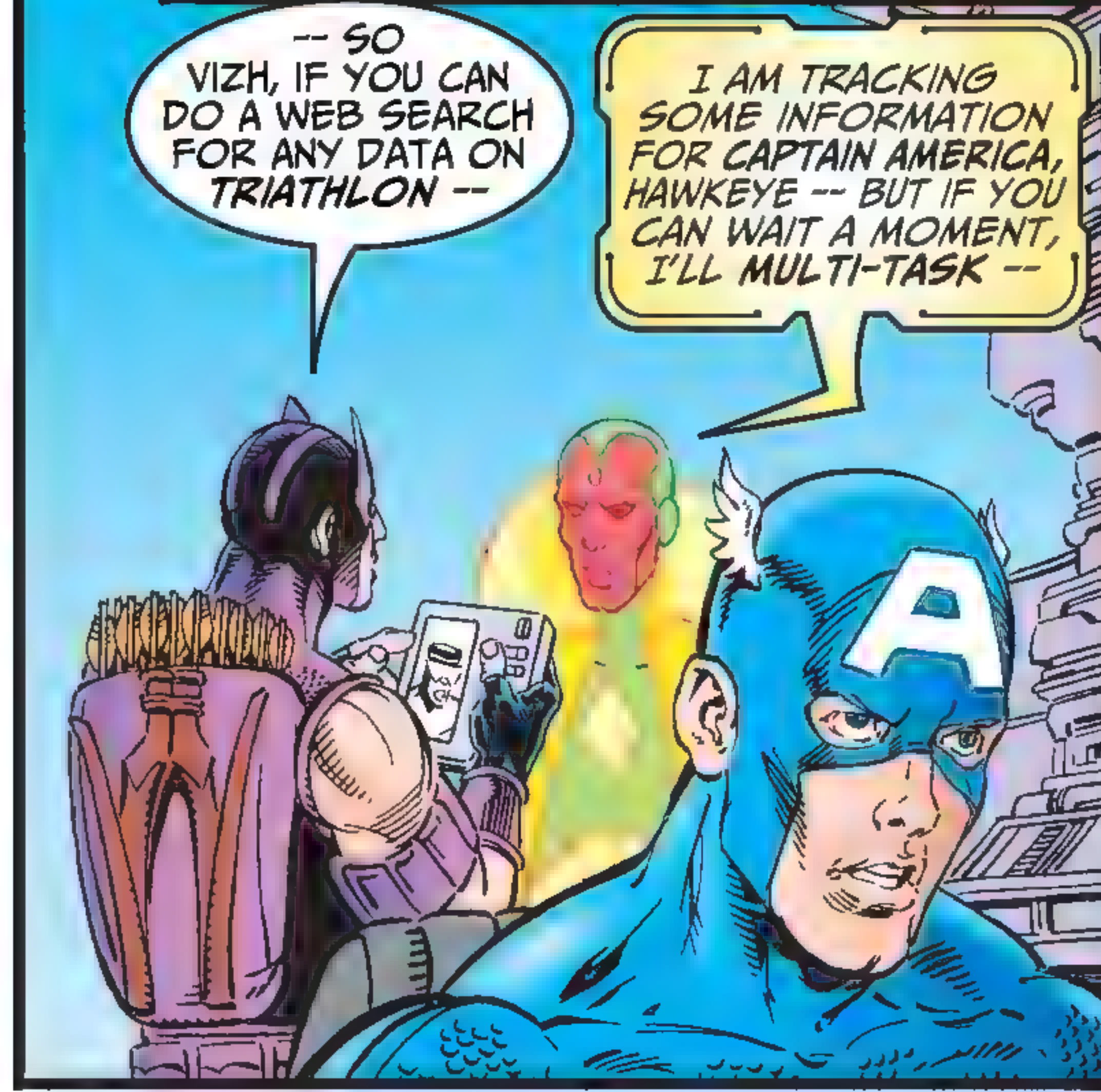
WHAT, IT'S ALL ON YOUR SHOULDERS, VANCE? HOW DOES THAT--?

BE AT EASE, VANCE ASTROVIK.



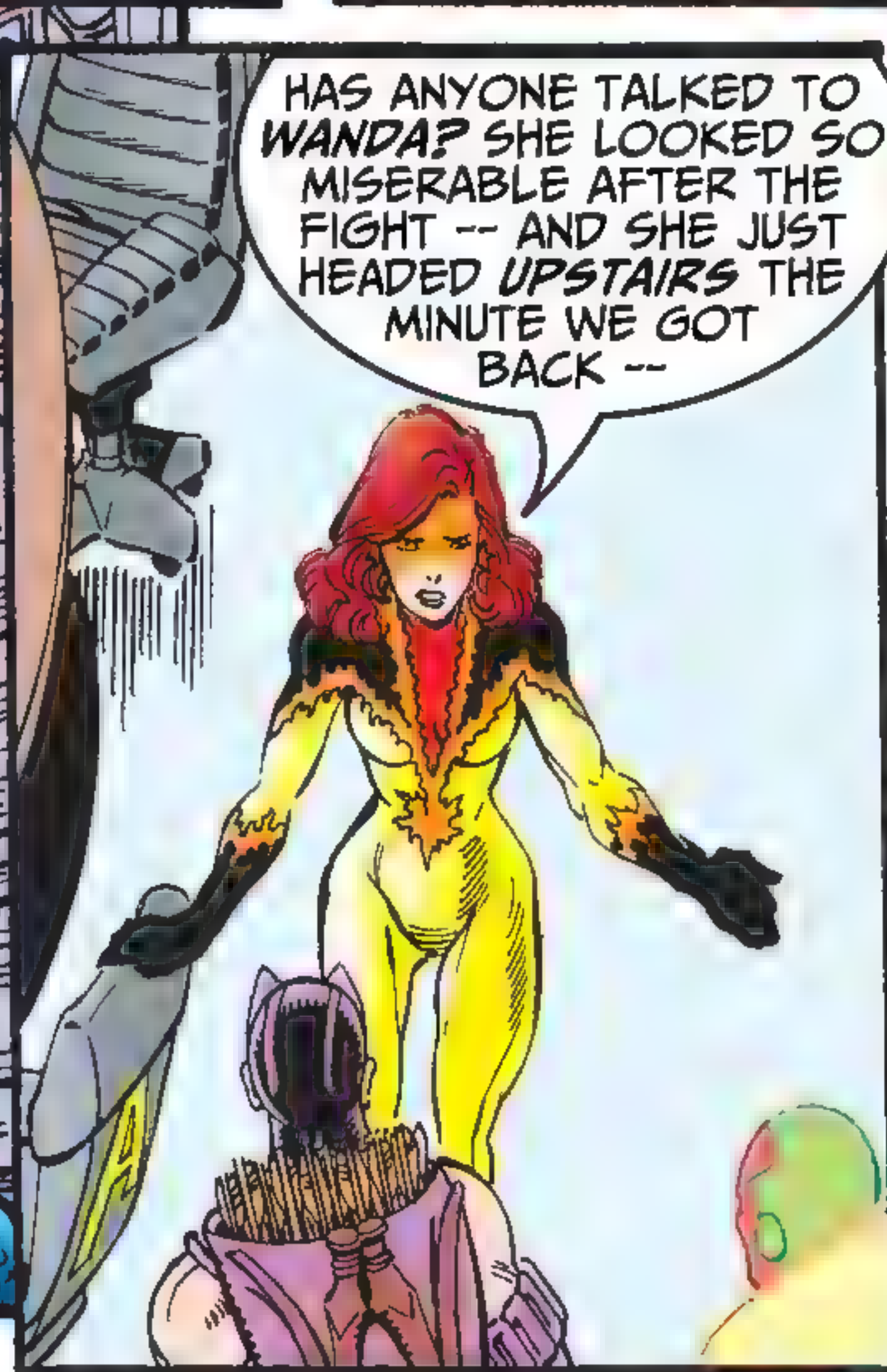
E'EN CAPTAIN AMERICA HIMSELF DIDST REQUIRE AID THIS DAY. THOU DIDST THY BEST -- AND THERE BE NO SHAME IN THAT.

I -- I GUESS --



-- SO VIZH, IF YOU CAN DO A WEB SEARCH FOR ANY DATA ON TRIATHLON --

I AM TRACKING SOME INFORMATION FOR CAPTAIN AMERICA, HAWKEYE -- BUT IF YOU CAN WAIT A MOMENT, I'LL MULTI-TASK --

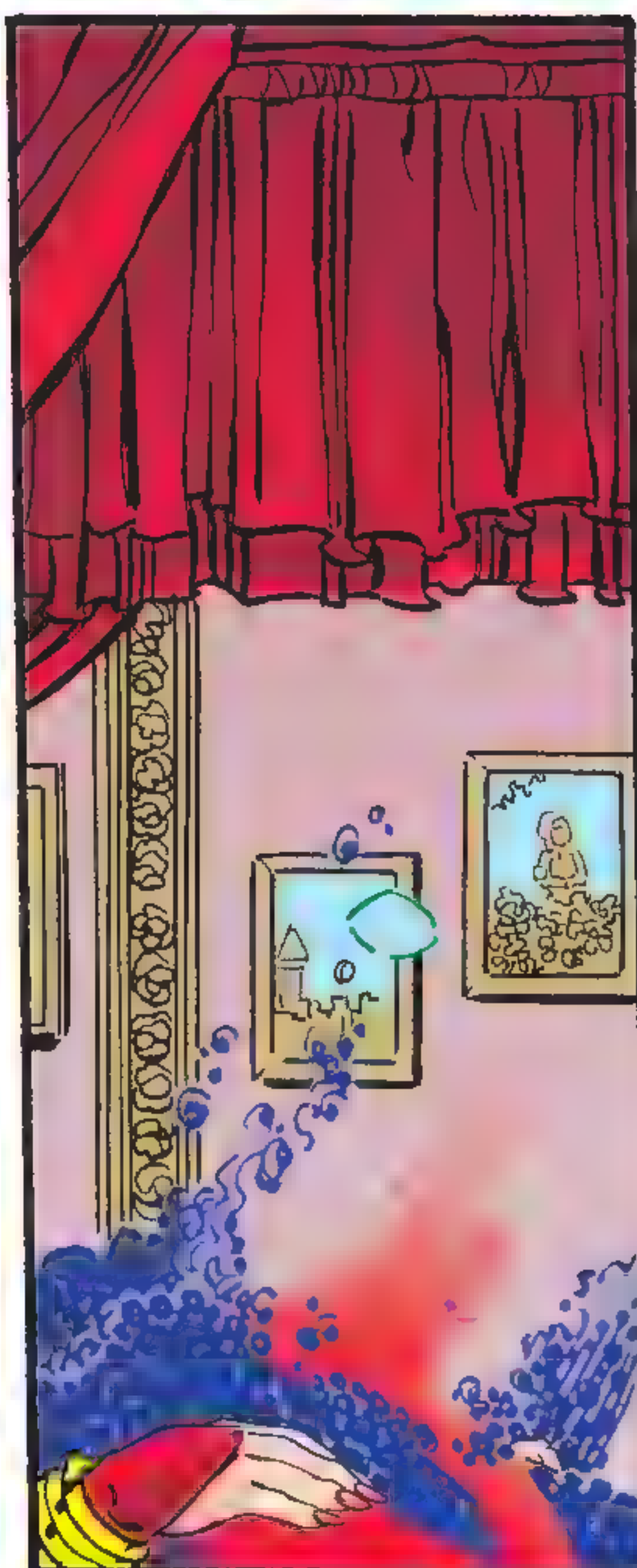
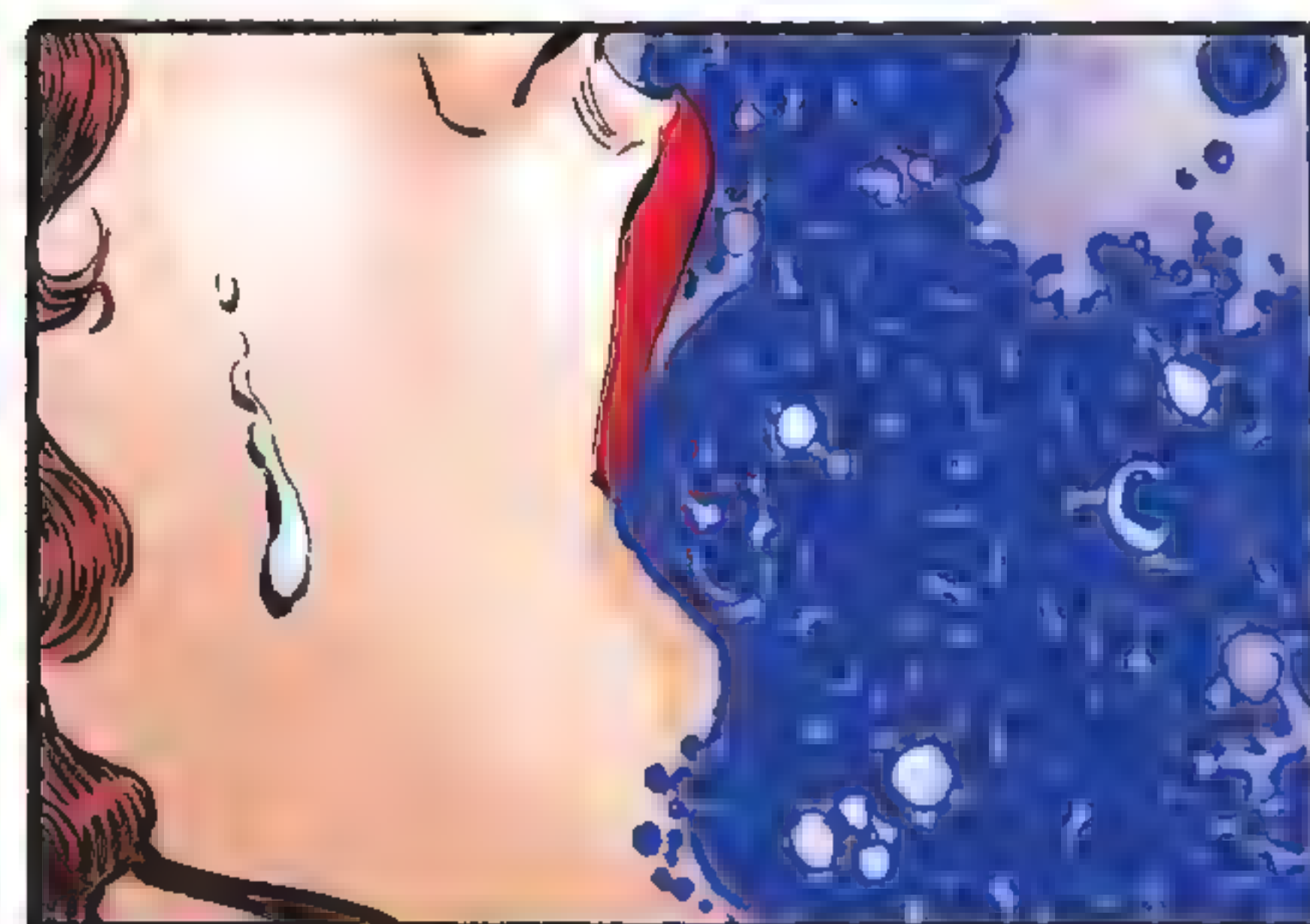
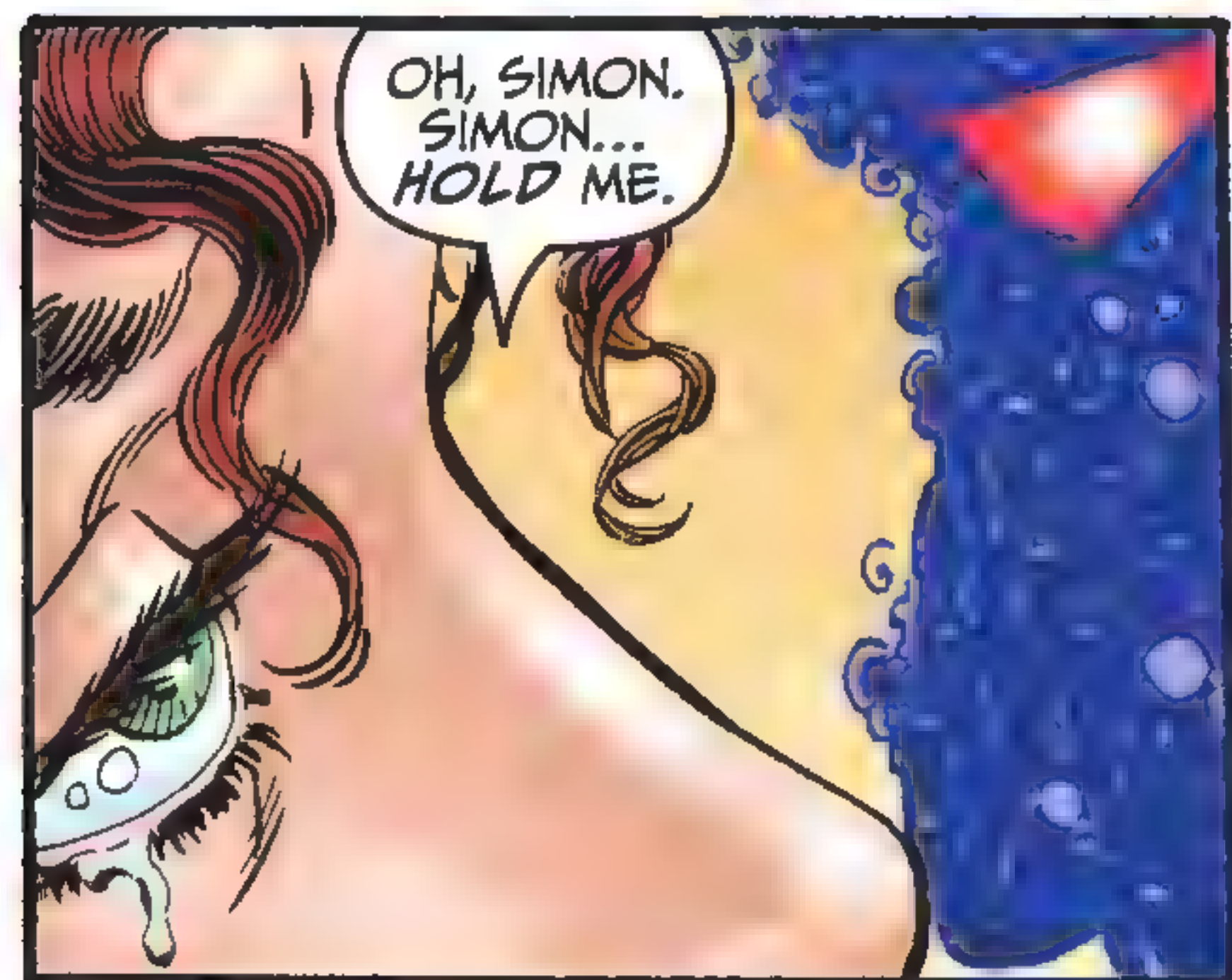
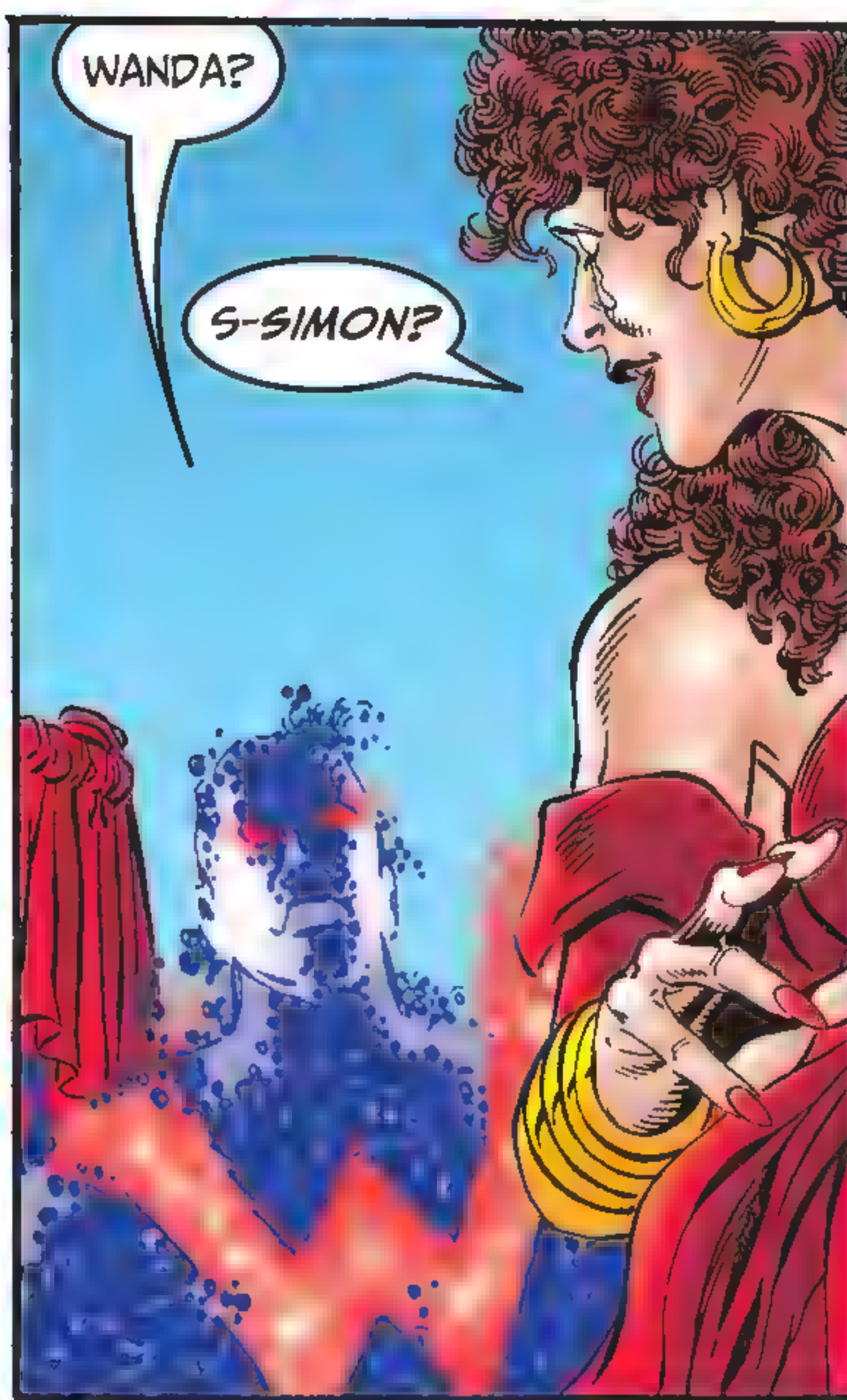
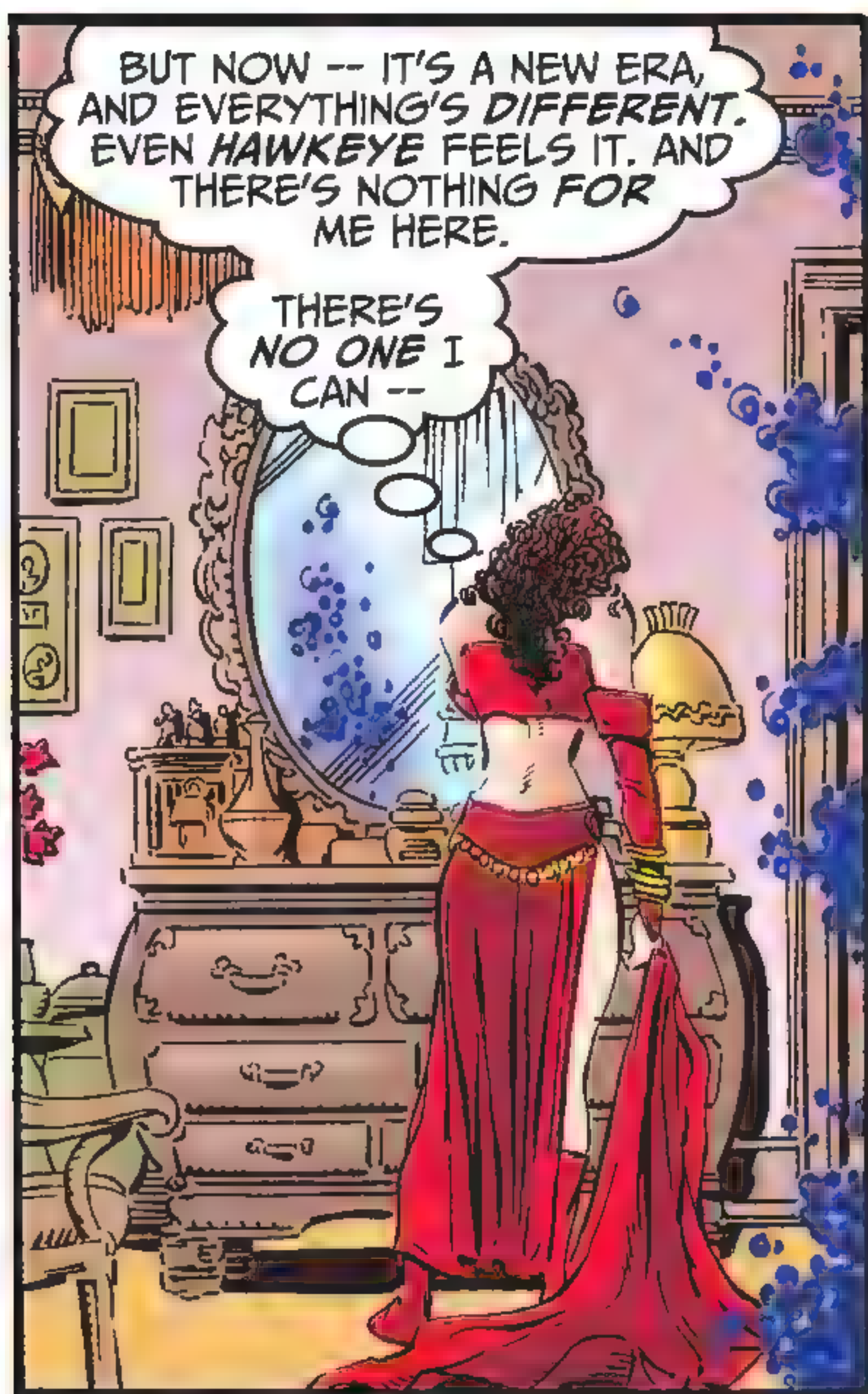
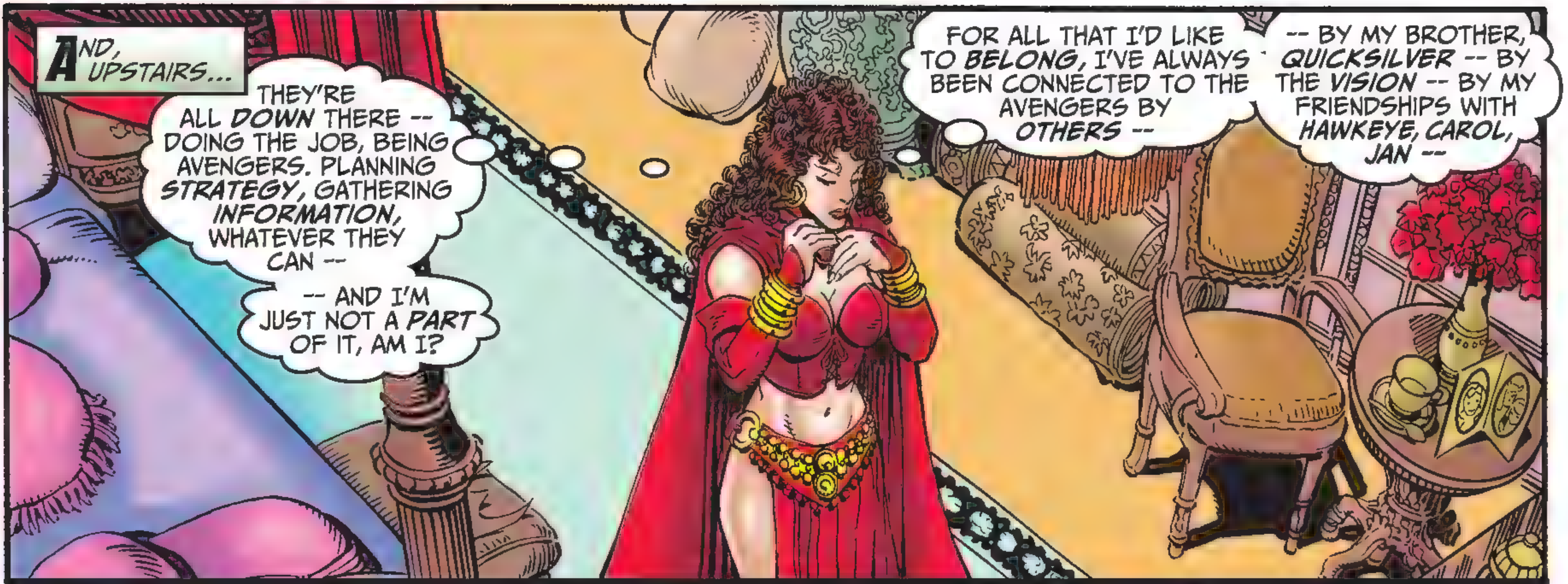


HAS ANYONE TALKED TO WANDA? SHE LOOKED SO MISERABLE AFTER THE FIGHT -- AND SHE JUST HEADED UPSTAIRS THE MINUTE WE GOT BACK --



I'LL TALK TO HER, FIRESTAR. THIS IS DUE TO MY MISTAKE, NOT HERS. WE'VE BEEN UNABLE TO DISCOVER WHY SHE CAN CHANNEL WONDER MAN --

-- BUT I SHOULD HAVE REALIZED THE EFFECT IT COULD HAVE ON HER...



NEXT: ASSAULT ON FORTRESS MAGNUM! MORE ON TRIATHLON, SILVERCLAW -- AND EVEN SOME AVENGERS!

MARVEL
COMICS



OCT
#9

APPROVED
BY THE
COMICS
CODE
AUTHORITY

EARTH'S MIGHTIEST HEROES

the

AVENGERS

MOSES MAGNUM

MEANS MURDER!



BUSCH • PEREZ • KEY

Stan Lee
presents!

EARTH'S MIGHTIEST HEROES

THE VILLAIN WHO FELL FROM GRACE WITH THE CAPTAIN

THE CARIBBEAN SEA, FOUR MILES NORTH AND EAST OF THE ISLAND OF MARTINIQUE.

CAPTAIN AMERICA TO SUBMERSIBLE TEAM -- WE'RE APPROACHING TARGET. EVERYONE GOOD TO GO?

KURT BUSIEK by GEORGE PEREZ

THREE GREEN TELL-TALES LIGHT UP ON THE INSIDE SURFACE OF THE LIVING LEGEND'S FACEPLATE. EARTH'S MIGHTIEST HEROES ARE READY.

AL VEY inker TOM SMITH colors
ARS/COMICRAE/DAVE LANPHEAR Letters
TOM BREUVOORT edits BOB HARRAS chief

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ALL RIGHT --
MOVE IN, BUT
STAY CAUTIOUS.
WE DON'T KNOW
WHAT'S WAITING
FOR US -- IT
COULD BE A
TRAP.

SURFACE
TEAM -- ARE
YOU IN
PLACE?

THREE MORE
TELL-TALES
COME TO LIFE --

-- AND THEN THE
SHADOW OF THE
TARGET FALLS
OVER THEM.

THE FLOATING RESORT
EVANGELINE.

REGISTERED OUT
OF THE TINY NATION
OF ALBERIA, THE
EVANGELINE WENT
INTO SERVICE LESS
THAN A YEAR AGO...

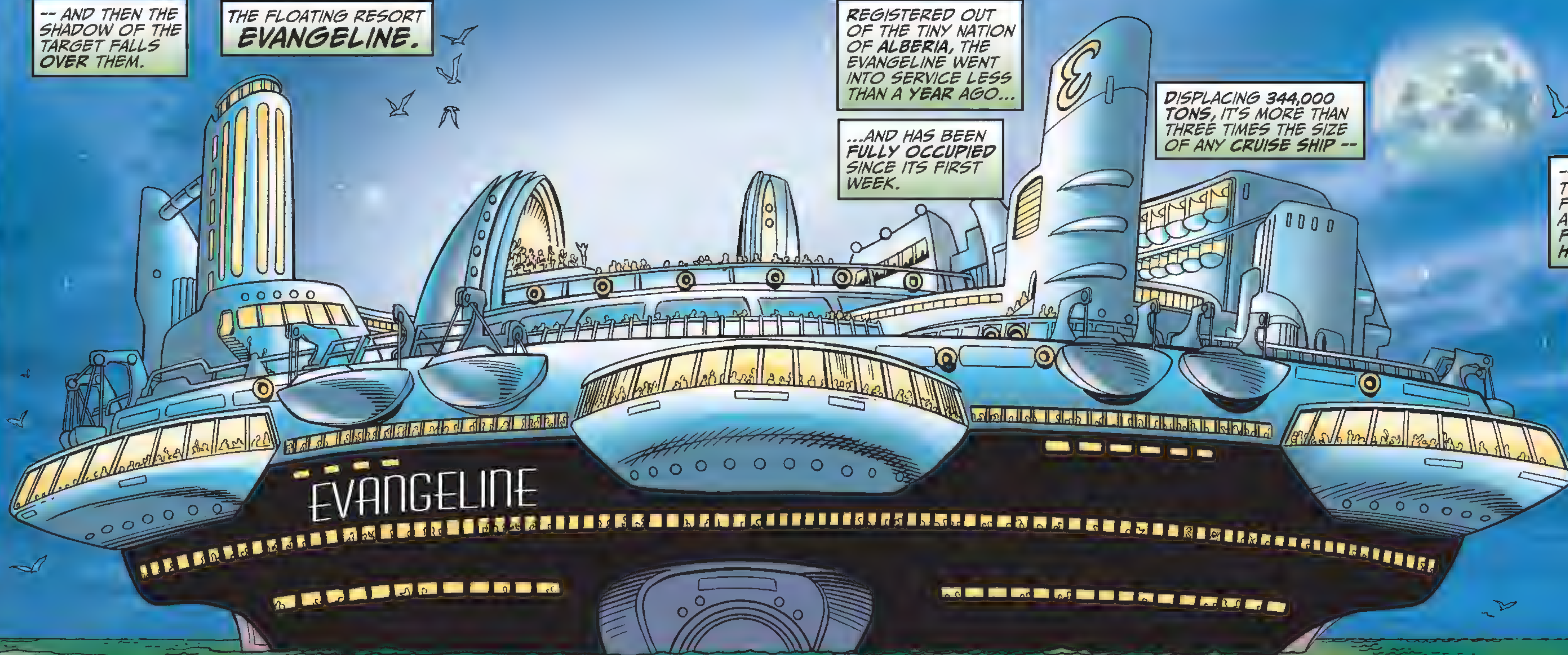
...AND HAS BEEN
FULLY OCCUPIED
SINCE ITS FIRST
WEEK.

DISPLACING 344,000
TONS, IT'S MORE THAN
THREE TIMES THE SIZE
OF ANY CRUISE SHIP --

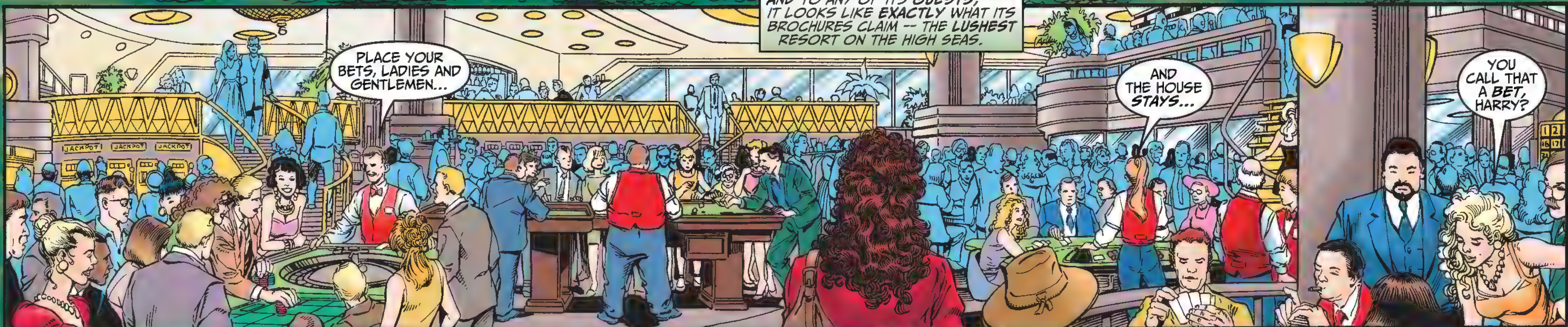
-- AND NEVER COMES IN
TO ANY PORT, INSTEAD
FERRYING GUESTS TO
AND FRO VIA A FLEET OF
FORTY BOATS AND TEN
HELICOPTERS.

IT OFFERS GAMBLING,
SPORTS, SIGHTSEEING,
SHOPPING, NIGHTCLUBS,
THE AMENITIES OF A DOZEN
FIRST-CLASS HOTELS --

-- AND EVEN
A NAUTICAL
THEME PARK.



AND TO ANY OF ITS GUESTS,
IT LOOKS LIKE EXACTLY WHAT ITS
BROCHURES CLAIM -- THE LUSHEST
RESORT ON THE HIGH SEAS.



PLACE YOUR
BETS, LADIES AND
GENTLEMEN...

AND
THE HOUSE
STAYS...

YOU
CALL THAT
A BET,
HARRY?

BUT FROM
BELOW...

LOOKS LIKE WE'RE
ON THE RIGHT TRACK --
THIS CRAFT IS FAR, FAR
BIGGER THAN ITS SPECS
WOULD HAVE PEOPLE
BELIEVE! SURFACE
TEAM --

SCARLET WITCH
HERE, CAP. HEADING
FOR RENDEZVOUS
POINT.

OKAY,
IRON MAN.
GET US
IN.

JUSTICE
HERE, CAP.
ON MY
WAY.

I DON'T GET
IT. I WAS GOOD
WITH THE NEW
WARRIORS --
CONFIDENT!

SILVERCLAW
HERE, CAPTAIN.
MOVING
IN.

I CANNOT
BELIEVE THIS!
ONLY DAYS AGO,
I WAS LEAVING MY
VILLAGE -- HEADED
FOR COLLEGE IN
THE UNITED
STATES --

WE'RE
IN, CAP. I'VE
OVERRIDE THE
ELECTRO-LOCK --
AND THE ALARM
SYSTEM --

-- AND NOW I'M IN
A PLACE LIKE THIS --
WITH THE MIGHTY
AVENGERS!

-- BUT I
CAN'T GUARANTEE
HOW LONG THAT'LL
LAST!

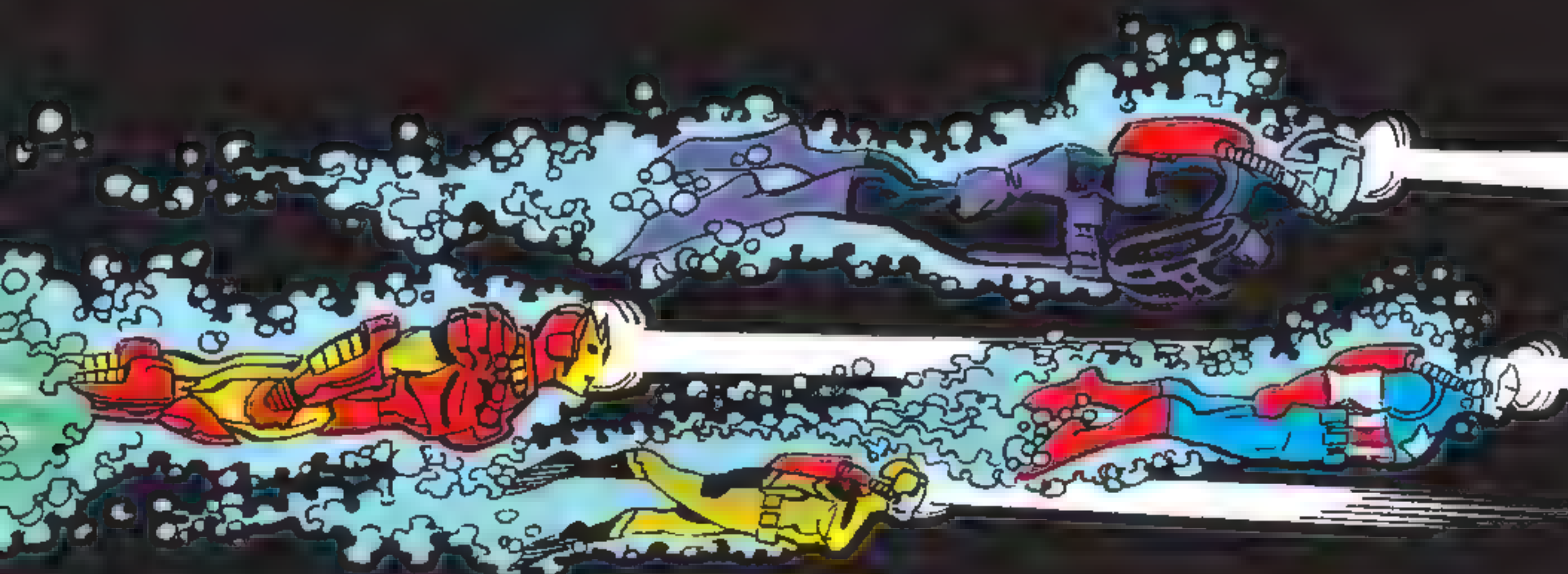
ALL RIGHT,
PEOPLE. LET'S
MAKE THIS
QUICK.

I JUST
HOPE --

-- THAT
SIMON WON'T
BE NEEDED
FOR THIS
MISSION...

SO
WHY AM I
ALWAYS SO
NERVOUS
NOW?

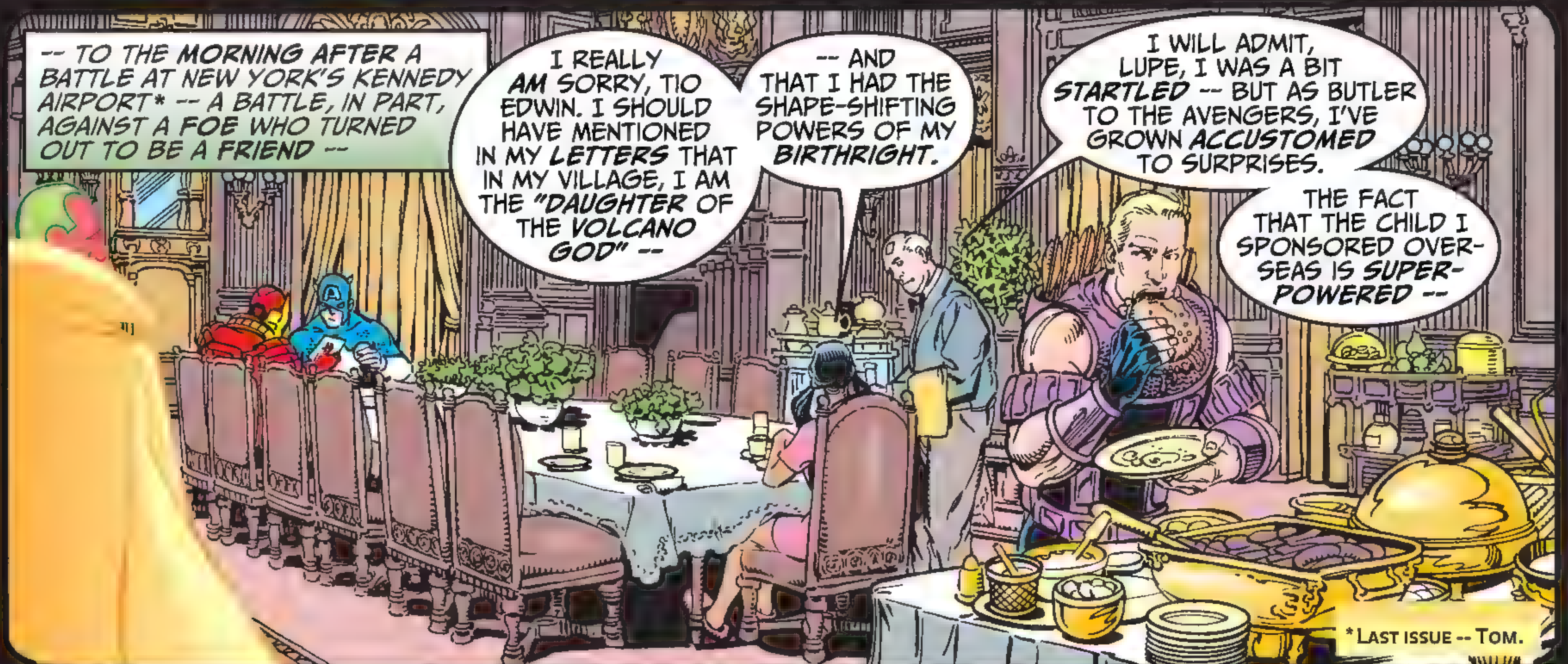
--ACKNOWLEDGE
TRANSMISSION AND MAKE
YOUR MOVE.



OUR INFORMATION'S PROVED **SOLID** SO FAR. LET'S HOPE IT STAYS THAT WAY --

-- OR THE AVENGERS COULD BE INVOLVED IN AN **INTERNATIONAL INCIDENT!**

UNBIDDEN, CAPTAIN AMERICA'S MIND TURNS BACK TO THE EVENTS THAT BROUGHT THIS MISSION ABOUT --



-- TO THE MORNING AFTER A BATTLE AT NEW YORK'S KENNEDY AIRPORT* -- A BATTLE, IN PART, AGAINST A FOE WHO TURNED OUT TO BE A FRIEND --

I REALLY AM SORRY, TIO EDWIN. I SHOULD HAVE MENTIONED IN MY LETTERS THAT IN MY VILLAGE, I AM THE "DAUGHTER OF THE VOLCANO GOD" --

-- AND THAT I HAD THE SHAPE-SHIFTING POWERS OF MY BIRTHRIGHT.

I WILL ADMIT, LUPE, I WAS A BIT **STARTLED** -- BUT AS BUTLER TO THE AVENGERS, I'VE GROWN ACCUSTOMED TO SURPRISES.

THE FACT THAT THE CHILD I SPONSORED OVERSEAS IS **SUPER-POWERED** --

* LAST ISSUE -- TOM.



-- POSITIVELY **PALES** NEXT TO HER CHARM AND VIVACITY. MORE JUICE?

BUT TIO -- I **HURT** YOU! HOW CAN I MAKE UP FOR --



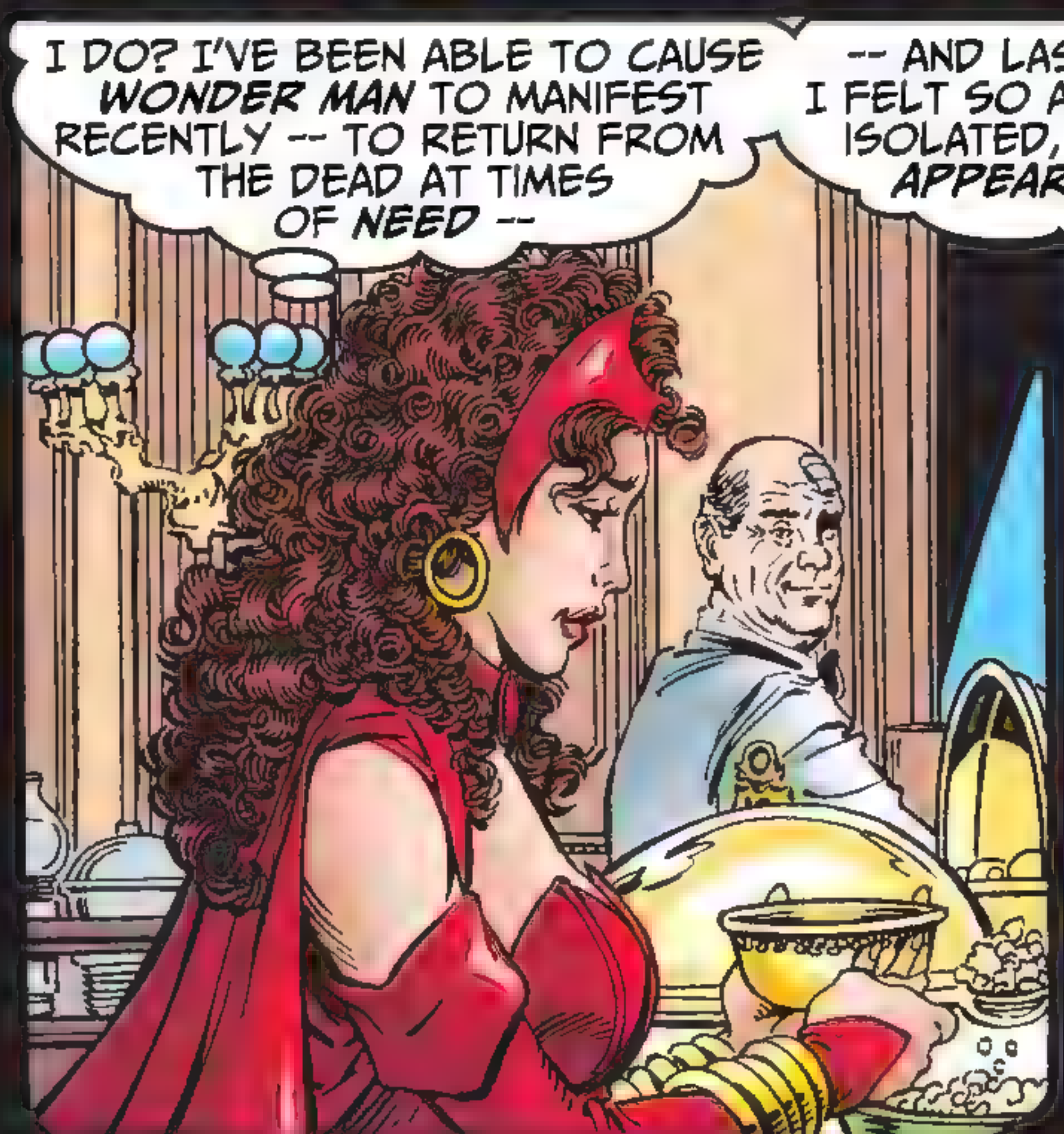
WHAT, **THIS?** I'VE HAD WORSE THAN THIS IN MY TIME, AND I'M SURE I WILL AGAIN. DON'T THINK **TWICE** ABOUT IT.



GOOD MORNING, JARVIS!

AND A GOOD MORNING TO YOU, WANDA. AND MAY I SAY, YOU LOOK POSITIVELY **RADIANT** THIS MORNING!

I... I **DO**?

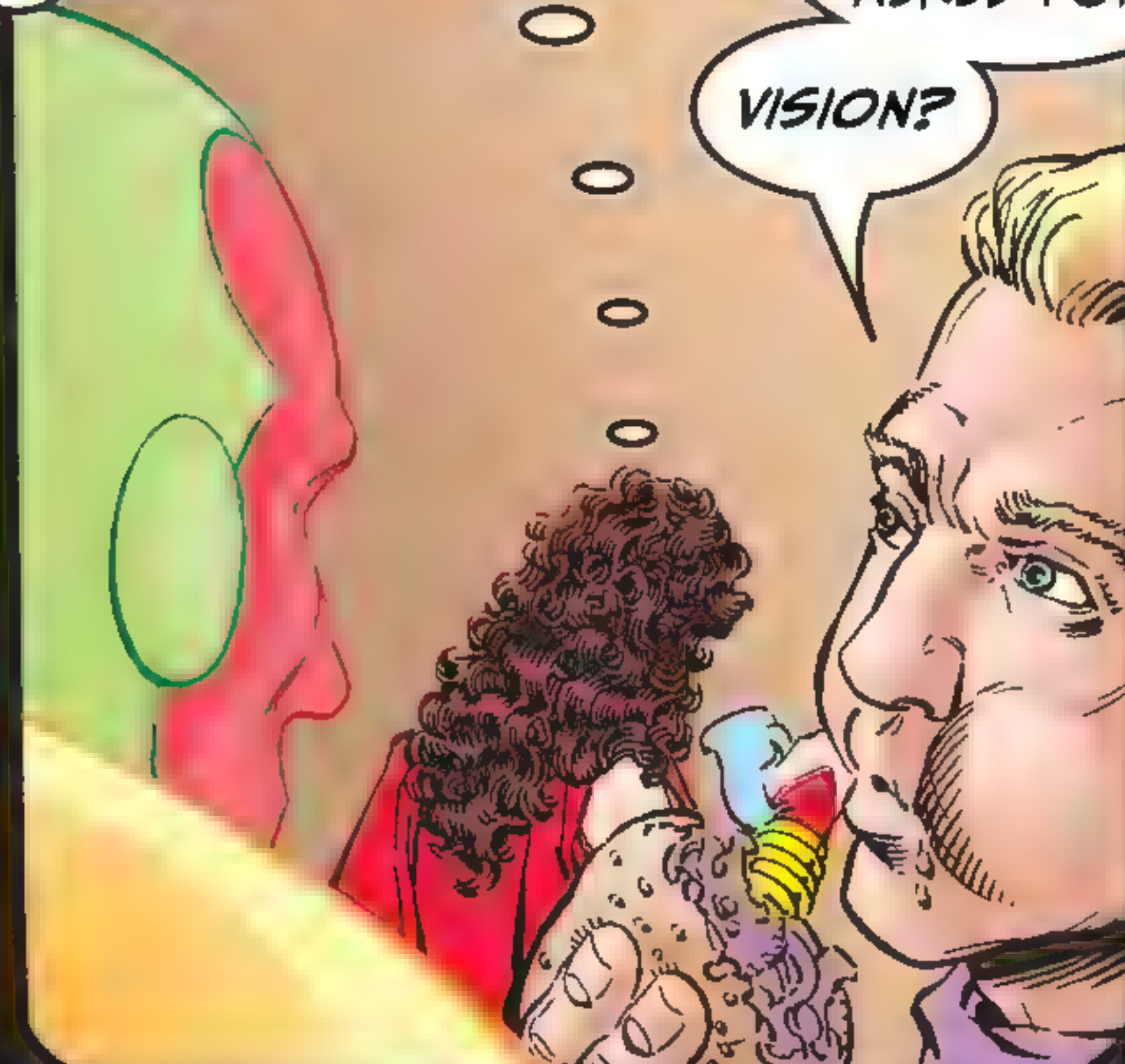


I **DO**? I'VE BEEN ABLE TO CAUSE **WONDER MAN** TO MANIFEST RECENTLY -- TO RETURN FROM THE DEAD AT TIMES OF NEED --

-- AND LAST NIGHT I FELT SO ADRIFT, SO ISOLATED, THAT HE **APPEARED** --

-- BUT I NEVER **INTENDED** --

SO, VIZH -- YOU GET A CHANCE TO PUT TOGETHER THOSE FILES I ASKED FOR?



VISION?

HMP OH -- YES, HAWKEYE. I TRANSMITTED THEM TO YOUR MAIL ACCOUNT.

THANKS, VIZH. LOOK, LET ME ASK YOU SOMETHIN', OKAY?

I'M FEELIN' KINDA LIKE A FIFTH WHEEL, WHAT WITH GOIN' BACK TO PLAYIN' SOLDIER-BOY AFTER BEIN' A TEAM LEADER SO LONG.

I MEAN, DON'T GET ME WRONG, IT'S OKAY -- CAP'S A GOOD LEADER, AND IT'S FINE. IT'S JUST SORTA... CONFININ', AN' I WAS THINKIN' --

VIZH?

OH, BOY -- BREAKFAST!

YOU COULD HAVE EATEN AT HOME, VANCE...

SURE, ANGEL -- IF I WANTED TO CHOOSE BETWEEN THE MOLDY YOGURT AND THE STALE HOSTESS SNO-BALL IN NITA'S FRIDGE. YOU WANT SOMETHING?

AH, MAYBE A PIECE OF FRUIT. YOU GO AHEAD --

"-- I'LL BE OVER WITH WANDA."

AH -- HI, WANDA. CAN I -- UM -- TALK TO YOU ABOUT SOMETHING?

SURE, FIRESTAR -- OF COURSE. HAVE A SEAT.

SO WHAT IS IT? IF THERE'S ANY WAY I CAN HELP...

I DON'T KNOW IF ANY-ONE CAN HELP. IT'S -- WELL -- THE THING IS --

OH, I HATE THIS. I'M JUST GOING TO COME OUT AND SAY IT.

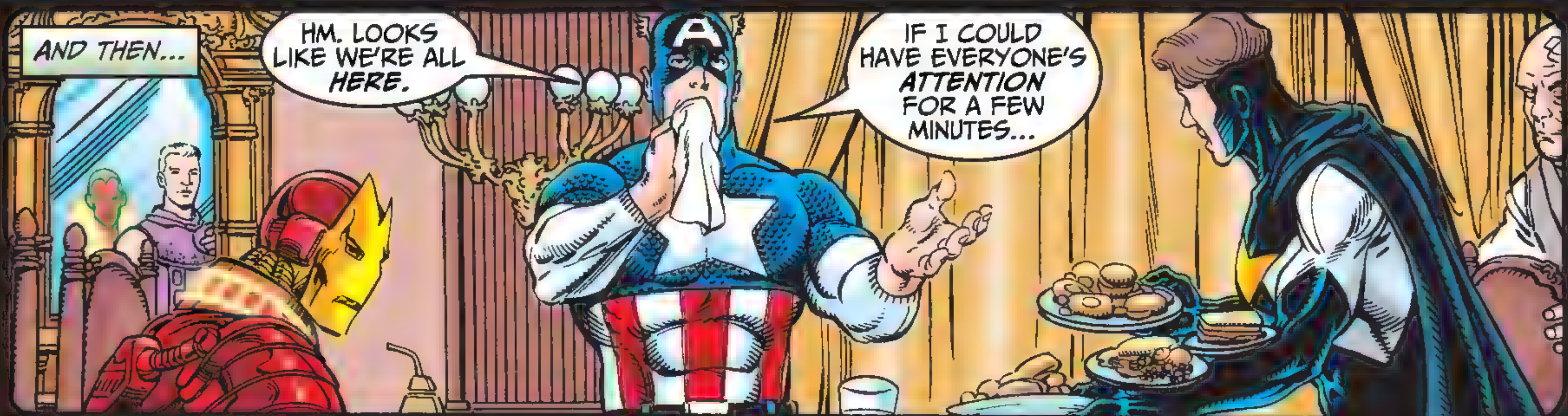
MY POWERS ARE MICROWAVE-BASED AND WHEN I USE THEM AT HIGH LEVELS I RUN THE RISK OF RADIATION POISONING. OF STERILITY.

I'M NOT HIDING IT -- I'VE TOLD CAP -- BUT WHEN I DO THINGS LIKE POWER UP THAT DIMENSIONAL PORTAL,* IT SCARES ME --

-- AND I DON'T WANT TO LEAVE, BUT IF I HAVE TO DO MORE STUFF LIKE THAT, I --

NO WONDER YOU'RE SCARED. IN YOUR PLACE, I'D BE TERRIFIED.

BUT LOOK, MAYBE THINGS AREN'T AS BAD AS THEY SEEM. GIVE ME A DAY OR TWO TO THINK, AND MAYBE I CAN SUGGEST SOMETHING...



AND THEN...

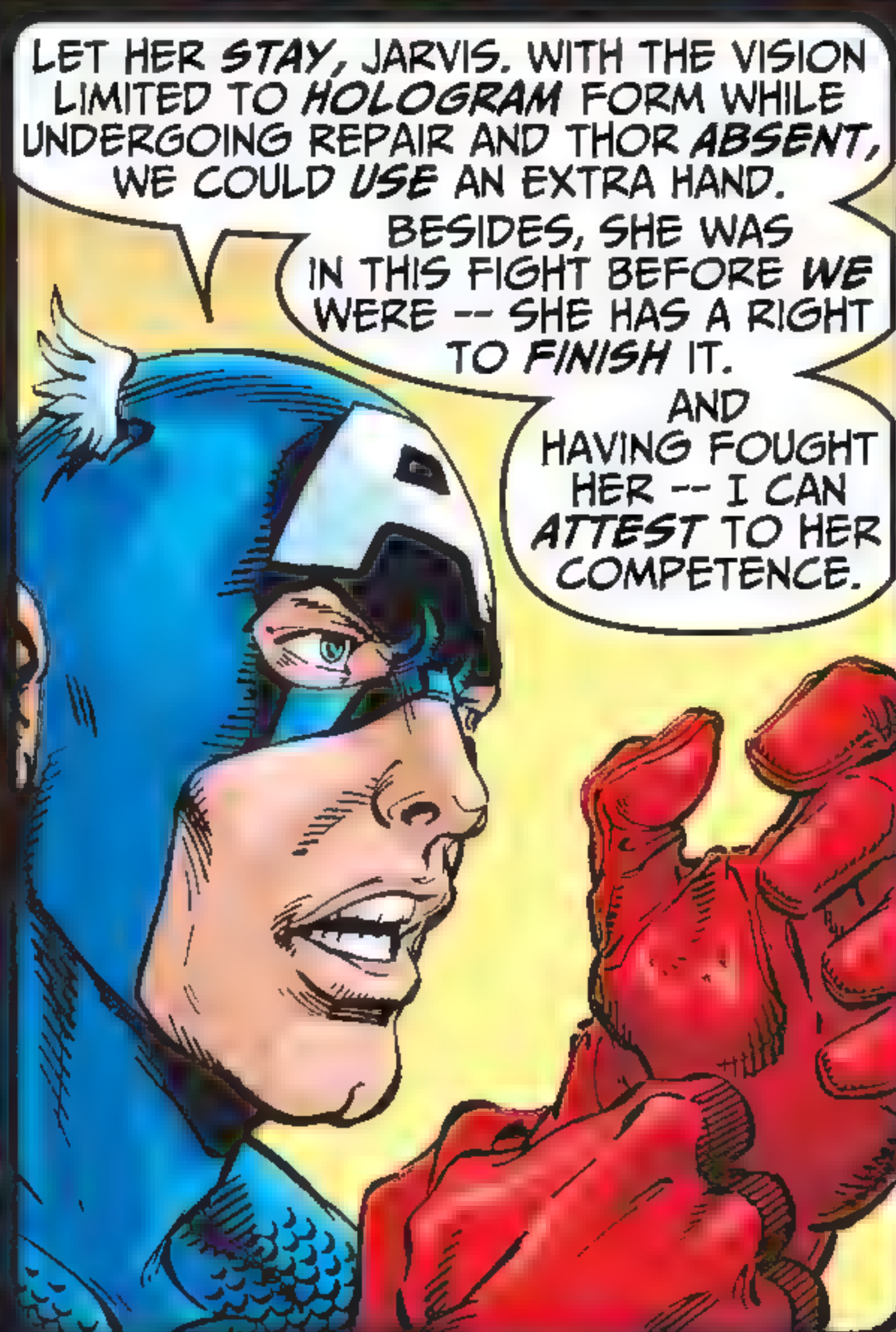
HM. LOOKS LIKE WE'RE ALL HERE.

IF I COULD HAVE EVERYONE'S ATTENTION FOR A FEW MINUTES...



AH, LUPE -- PERHAPS WE SHOULD RETIRE TO ANOTHER ROOM. THIS IS AVENGERS BUSINESS, AND --

WHAT? BUT I WANTED TO HEAR --



LET HER STAY, JARVIS. WITH THE VISION LIMITED TO HOLOGRAM FORM WHILE UNDERGOING REPAIR AND THOR ABSENT, WE COULD USE AN EXTRA HAND.

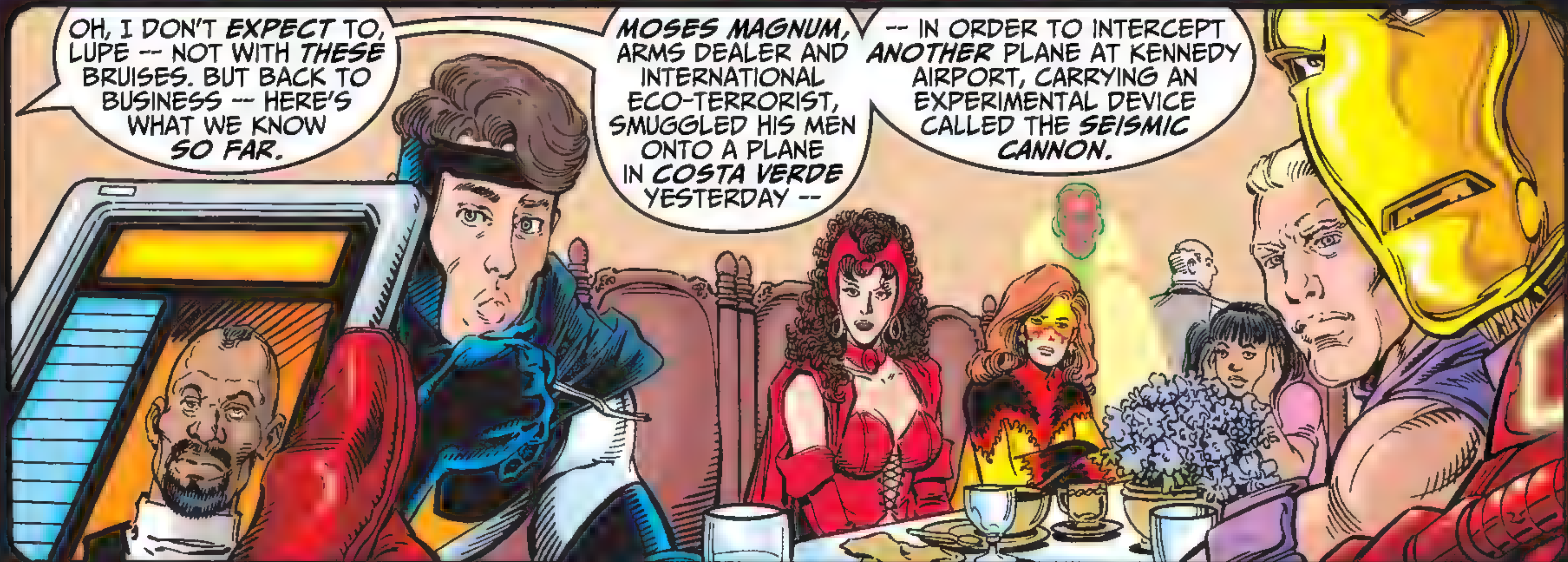
BESIDES, SHE WAS IN THIS FIGHT BEFORE WE WERE -- SHE HAS A RIGHT TO FINISH IT.

AND HAVING FOUGHT HER -- I CAN ATTEST TO HER COMPETENCE.



WELL -- I SUPPOSE -- I MEAN -- SHE IS OLDER THAN MISS FIRESTAR...

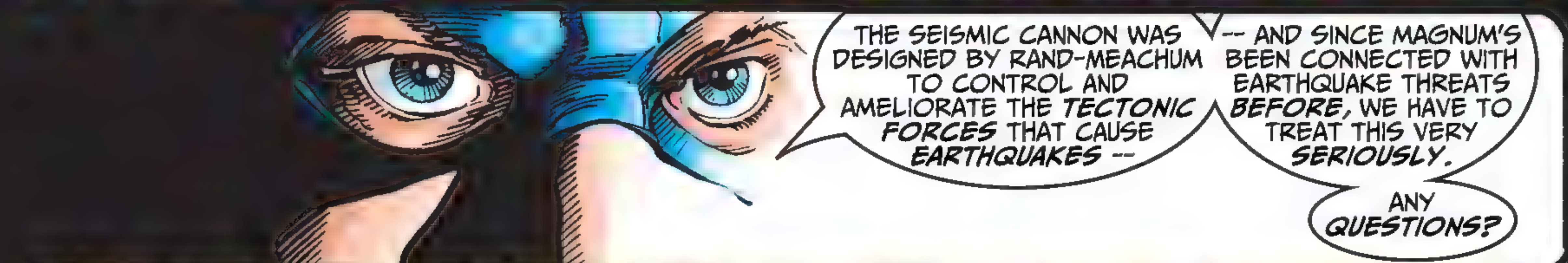
OH, THANK YOU, CAPTAIN! THANK YOU! YOU WON'T REGRET THIS -- I PROMISE YOU!



OH, I DON'T EXPECT TO, LUPE -- NOT WITH THESE BRUISES. BUT BACK TO BUSINESS -- HERE'S WHAT WE KNOW SO FAR.

MOSES MAGNUM, ARMS DEALER AND INTERNATIONAL ECO-TERRORIST, SMUGGLED HIS MEN ONTO A PLANE IN COSTA VERDE YESTERDAY --

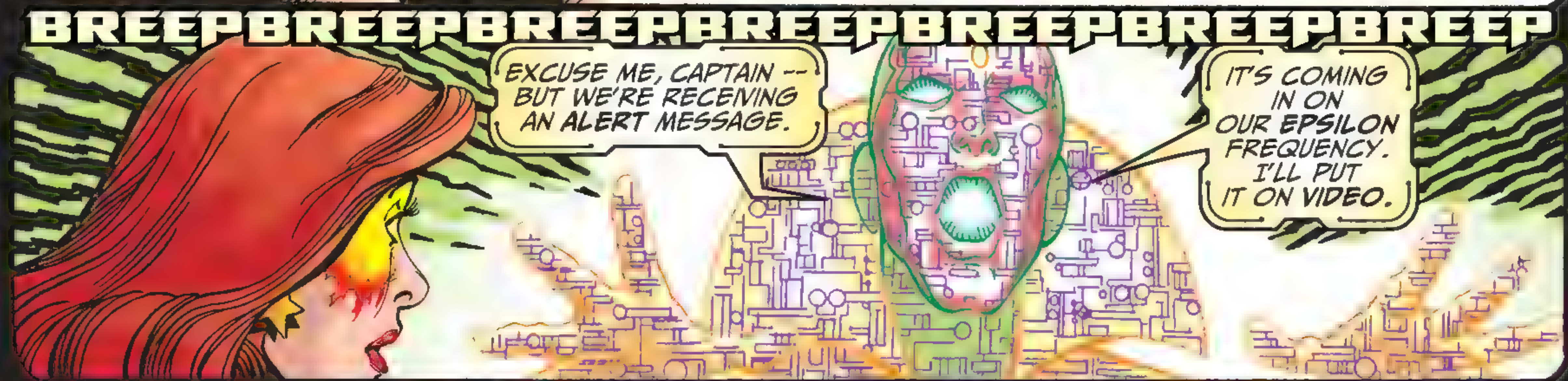
-- IN ORDER TO INTERCEPT ANOTHER PLANE AT KENNEDY AIRPORT, CARRYING AN EXPERIMENTAL DEVICE CALLED THE SEISMIC CANNON.



THE SEISMIC CANNON WAS DESIGNED BY RAND-MEACHUM TO CONTROL AND AMELIORATE THE TECTONIC FORCES THAT CAUSE EARTHQUAKES --

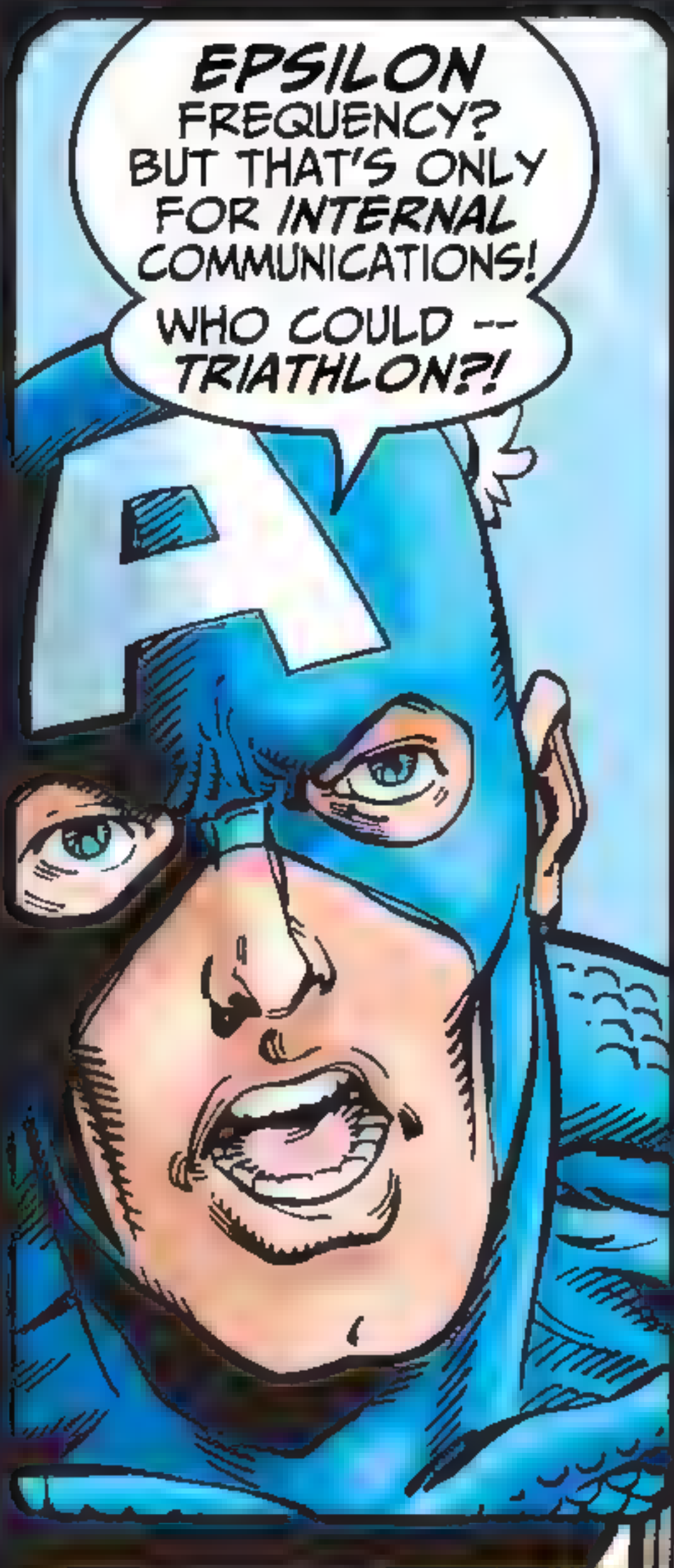
-- AND SINCE MAGNUM'S BEEN CONNECTED WITH EARTHQUAKE THREATS BEFORE, WE HAVE TO TREAT THIS VERY SERIOUSLY.

ANY QUESTIONS?



EXCUSE ME, CAPTAIN -- BUT WE'RE RECEIVING AN ALERT MESSAGE.

IT'S COMING IN ON OUR EPSILON FREQUENCY. I'LL PUT IT ON VIDEO.



EPSILON
FREQUENCY?
BUT THAT'S ONLY
FOR INTERNAL
COMMUNICATIONS!
WHO COULD --
TRIATHLON?!



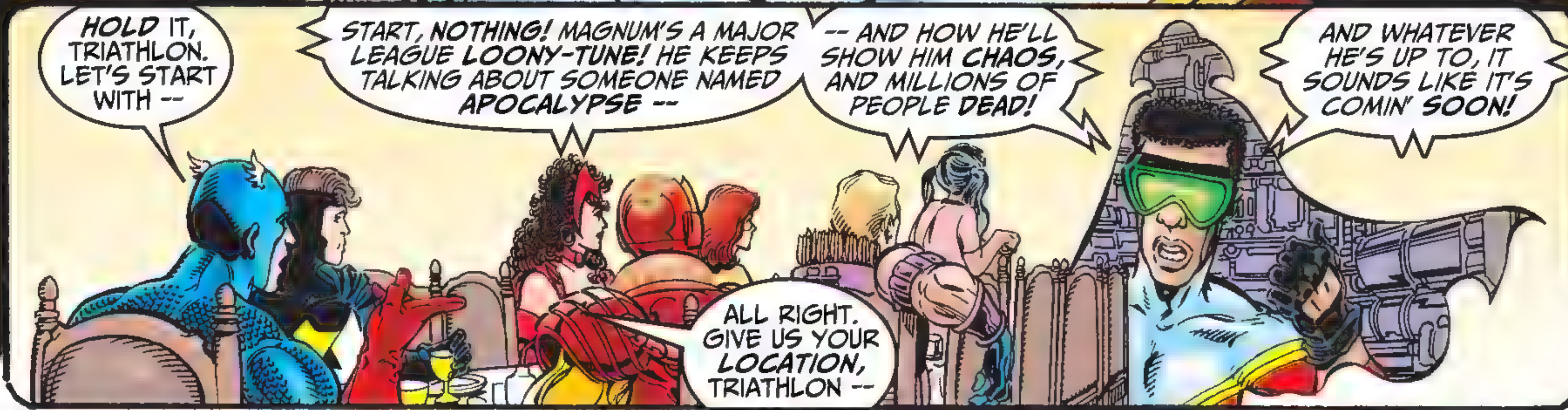
HOWDY,
AVENGERS --
SORRY ABOUT
BREAKIN' IN ON
YOUR PRIVATE
WAVEBANDS
HERE, BUT I
DIDN'T HAVE TIME
TO FIND A PAY
PHONE!

I STOWED
AWAY ON THAT
PLANE MAGNUM
STOLE* -- AND
TRACKED HIM TO
HIS LAIR. BUT
THINGS ARE
GETTING OUT
OF HAND
HERE!

*LAST ISSUE
-- TOM.



SORRY ABOUT
BREAKING IN ON OUR
WAVEBANDS? HOW
DOES HE EVEN KNOW
OUR COMM-SYSTEMS?
WE ONLY MET HIM
YESTERDAY!



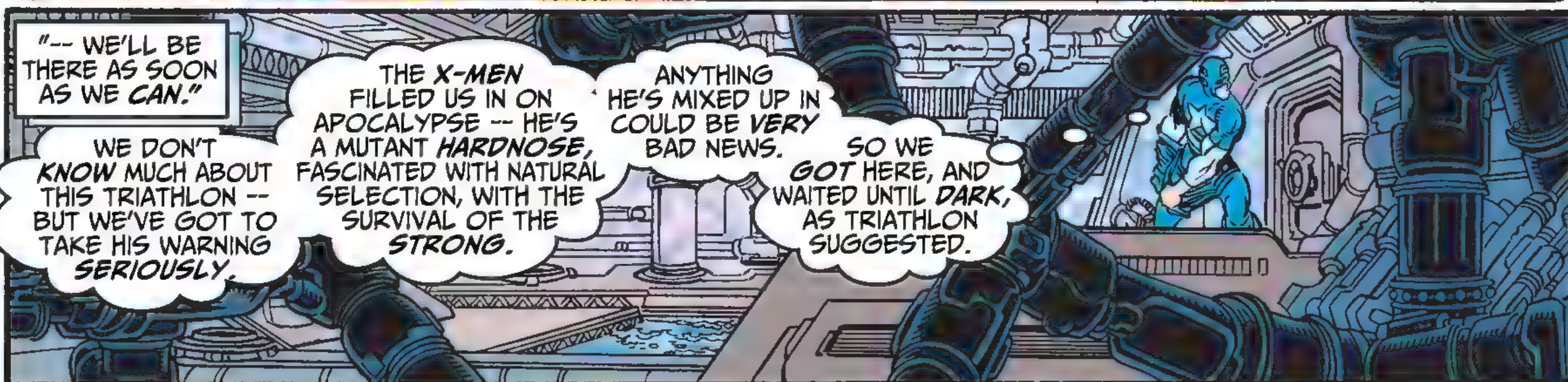
HOLD IT,
TRIATHLON.
LET'S START
WITH --

START, NOTHING! MAGNUM'S A MAJOR
LEAGUE LOONY-TUNE! HE KEEPS
TALKING ABOUT SOMEONE NAMED
APOCALYPSE --

-- AND HOW HE'LL
SHOW HIM CHAOS,
AND MILLIONS OF
PEOPLE DEAD!

AND WHATEVER
HE'S UP TO, IT
SOUNDS LIKE IT'S
COMIN' SOON!

ALL RIGHT.
GIVE US YOUR
LOCATION,
TRIATHLON --



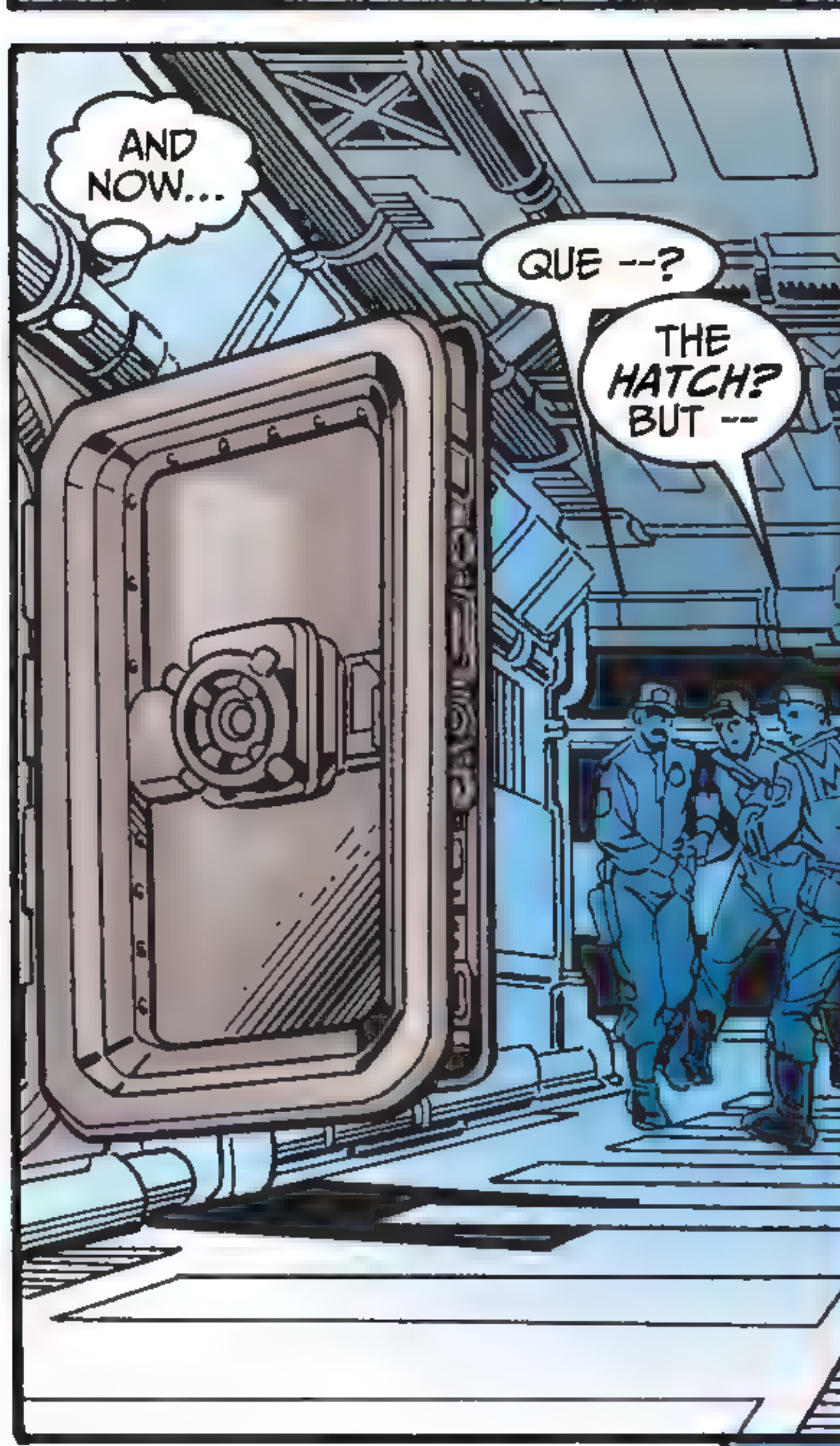
"-- WE'LL BE
THERE AS SOON
AS WE CAN."

WE DON'T
KNOW MUCH ABOUT
THIS TRIATHLON --
BUT WE'VE GOT TO
TAKE HIS WARNING
SERIOUSLY.

THE X-MEN
FILLED US IN ON
APOCALYPSE -- HE'S
A MUTANT **HARDNOSE**,
FASCINATED WITH NATURAL
SELECTION, WITH THE
SURVIVAL OF THE
STRONG.

ANYTHING
HE'S MIXED UP IN
COULD BE VERY
BAD NEWS.

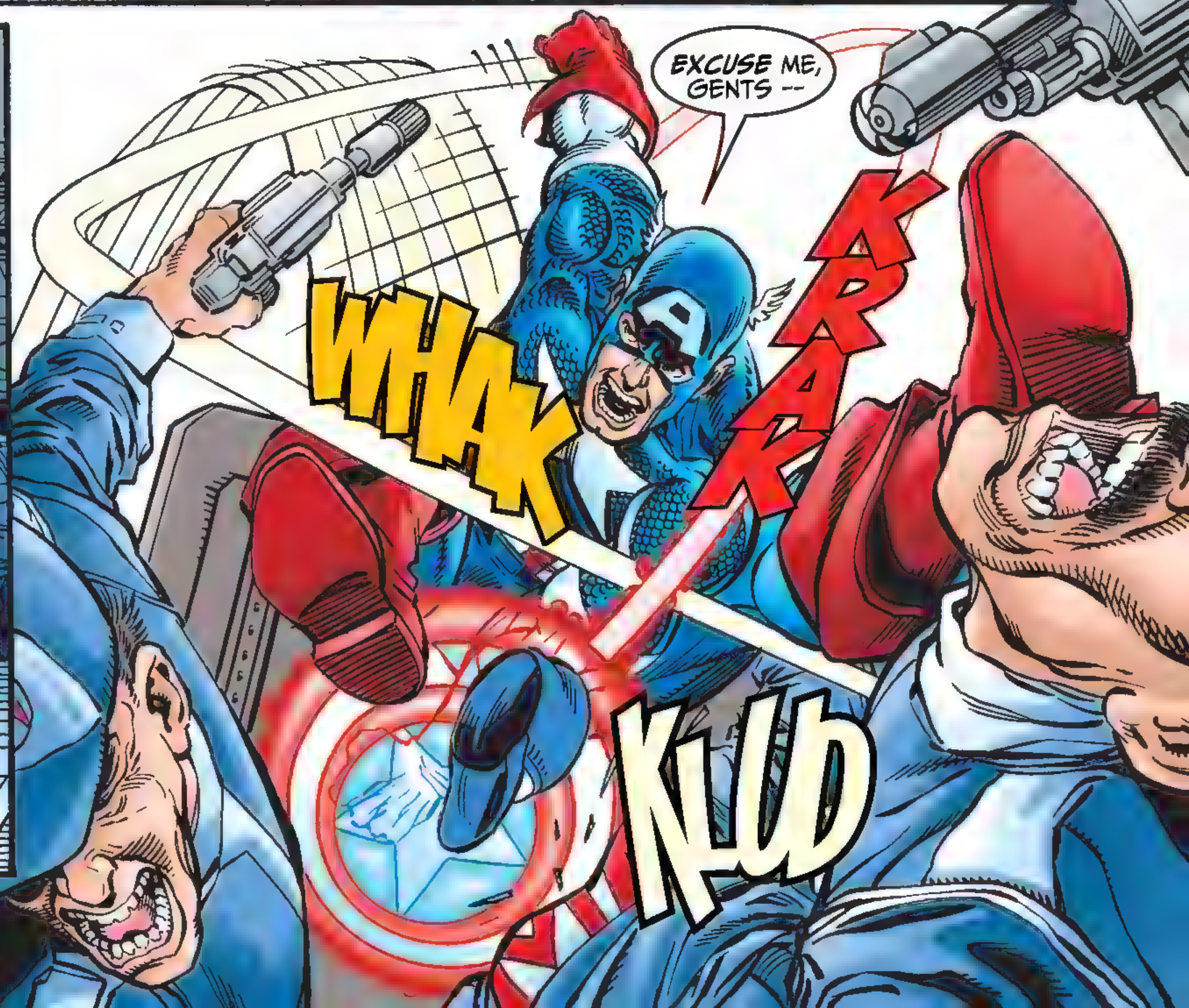
SO WE
GOT HERE, AND
WAITED UNTIL DARK,
AS TRIATHLON
SUGGESTED.



AND
NOW...

QUE --?

THE
HATCH?
BUT --



EXCUSE ME,
GENTS --

WHAK

KAR

KLU

-- BUT I'D LIKE TO HAVE A WORD -- A PRIVATE WORD -- WITH YOUR BOSS!

WE DON'T HAVE A PRAYER OF MAKING IT TO MAGNUM UNNOTICED -- BUT WE'VE GOT TO KEEP THE ALARM FROM BEING RAISED AS LONG AS WE CAN!

I HOPE THE OTHERS ARE DOING OKAY...



TO THE EAST...

KILL HIM! KILL THE INTRU -- UUUH!

THESE JOKERS ARE CALLED THE MAGNUM SHELLS, I THINK -- I DIDN'T GET A CHANCE AT THEM BEFORE. THEY'RE TOUGH, BUT NOTHING I CAN'T HANDLE.

STILL, THEIR PRESENCE PROVES ONE THING -- TRIATHLON DIDN'T STEER US WRONG. THE EVANGELINE IS DEFINITELY A MAGNUM OPERATION!

TO THE SOUTH...

ALL RIGHT, FELLAS -- NOBODY DOES ANYTHING STUPID, NOBODY GETS HURT!

WELL, EXCEPT MAYBE ME, THAT IS.

A DAY OR TWO TO THINK, AND MAYBE SHE CAN SUGGEST SOMETHING. I WONDER WHAT SHE -- BUT I CAN'T THINK ABOUT THAT RIGHT NOW.

GOT TO CONCENTRATE ON THESE GUYS -- MAKE SURE NOBODY SLIPS AWAY!

AND, SEVERAL DECKS ABOVE...

THE MONITOR BOARD -- LIT UP LIKE A CHRISTMAS TREE, SHOWING MULTIPLE DISRUPTIONS! WE'RE BEING INVADED -- FROM BELOW!

JORGE, ROBERT -- QUICKLY! FLOOD THE LOWER DECKS WITH NERVE GAS -- LET THE INVADERS CHOKE ON THEIR OWN --

HUH? WH-WHAT'S GOING --?

THAT, SIR, IS A MUTANT HEX, DISRUPTING YOUR COMMUNICATIONS SYSTEM, COURTESY OF THE SCARLET WITCH! AND THIS --

-- IS AN ELBOW SMASH!

AS FOR THE REST OF YOUR SQUAD --

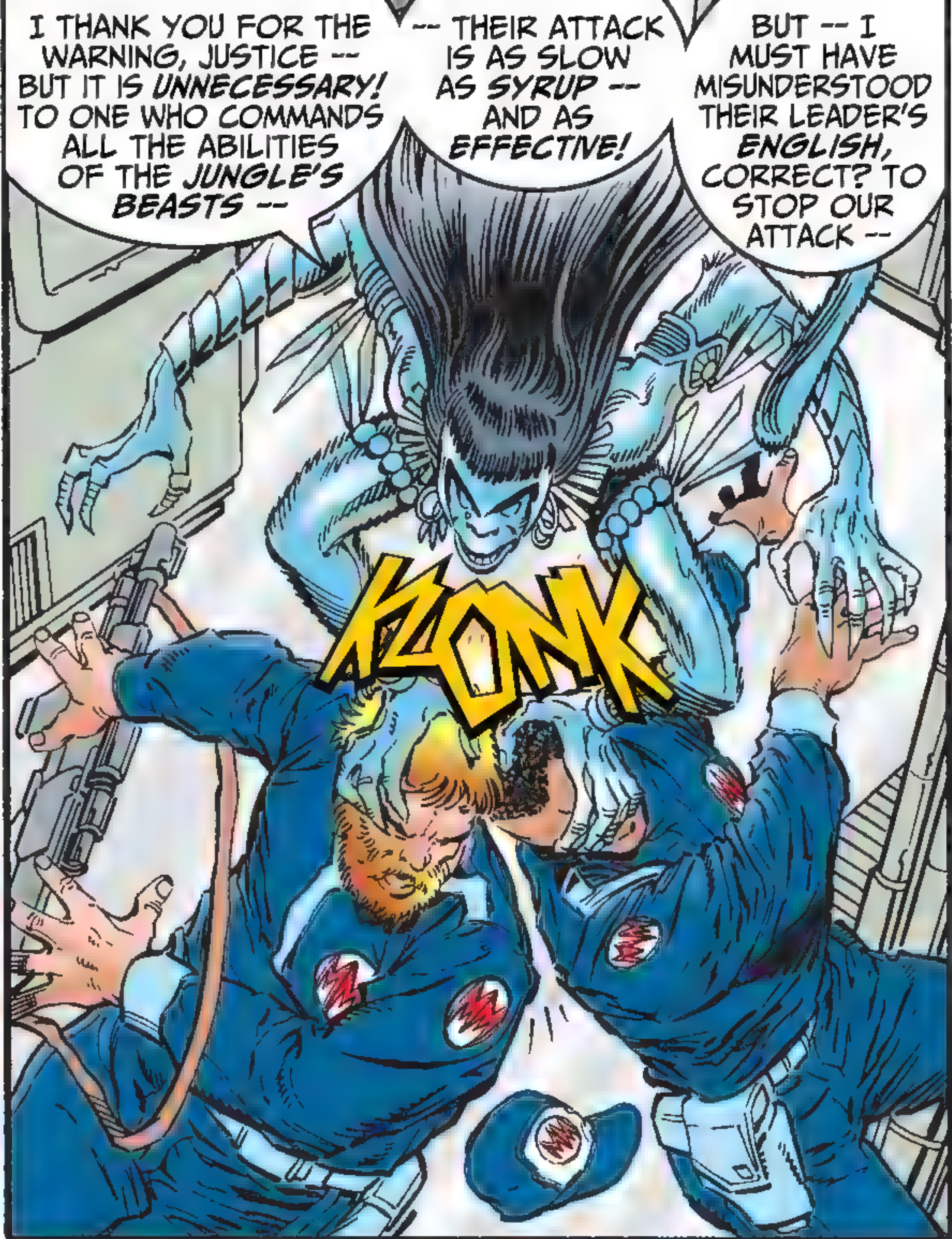


NOT TO WORRY, S.W.! THEY'RE NOT GASSING ANYONE! THEY'LL JUST --

UHH!

-- WHOA! HEY, SILVERCLAW! TWO MORE -- BEHIND YOU!

GHH!



I THANK YOU FOR THE WARNING, JUSTICE -- BUT IT IS UNNECESSARY! TO ONE WHO COMMANDS ALL THE ABILITIES OF THE JUNGLE'S BEASTS --

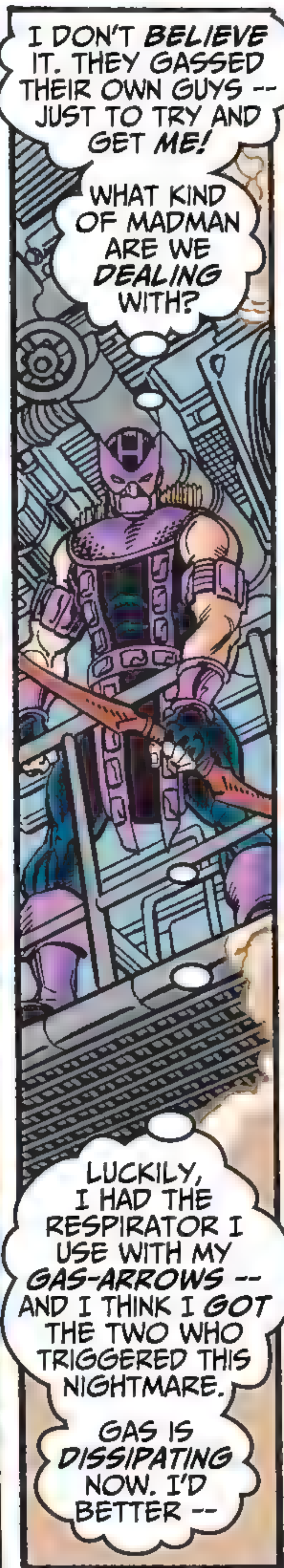
-- THEIR ATTACK IS AS SLOW AS SYRUP -- AND AS EFFECTIVE!

BUT -- I MUST HAVE MISUNDERSTOOD THEIR LEADER'S ENGLISH, CORRECT? TO STOP OUR ATTACK --

KLONK



"-- THEY WOULD SURELY NOT HAVE MURDERED THEIR OWN MEN?!"

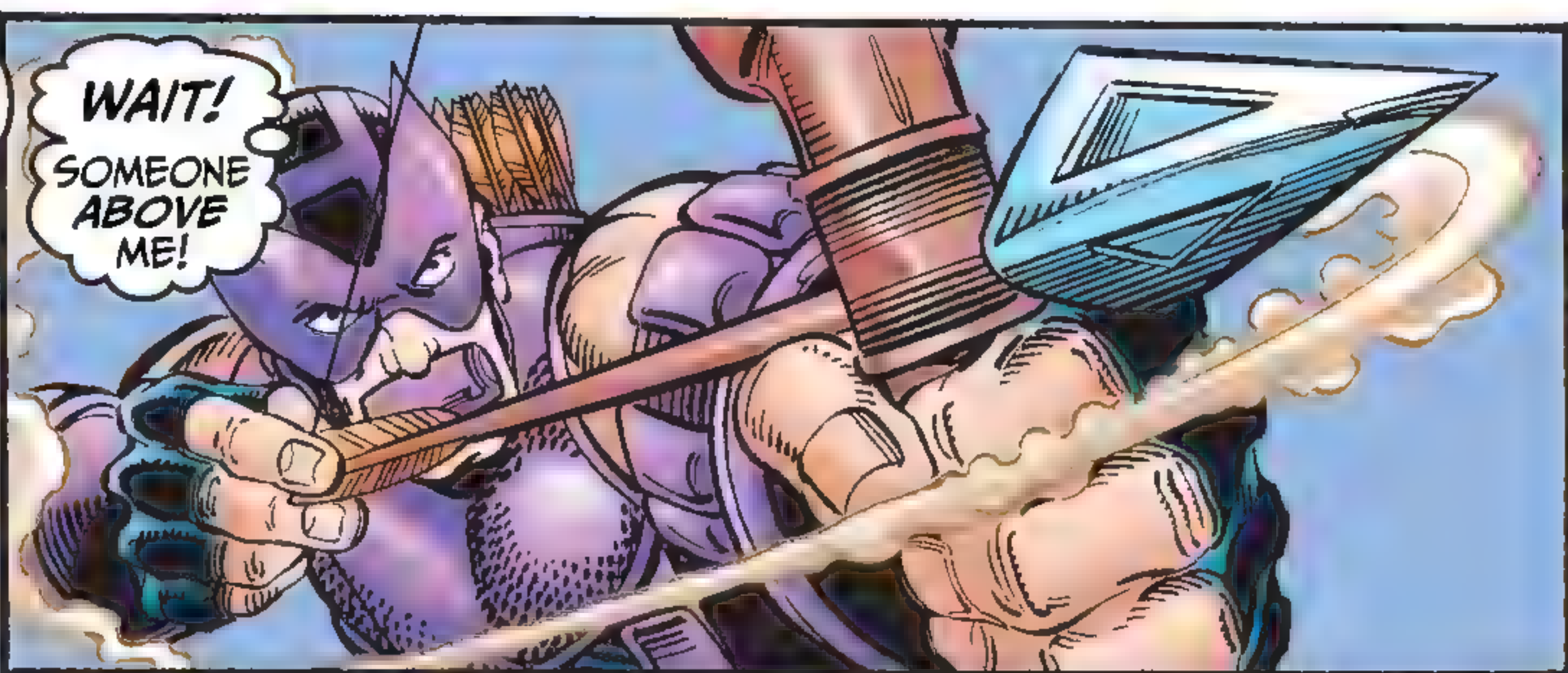


I DON'T BELIEVE IT. THEY GASSED THEIR OWN GUYS -- JUST TO TRY AND GET ME!

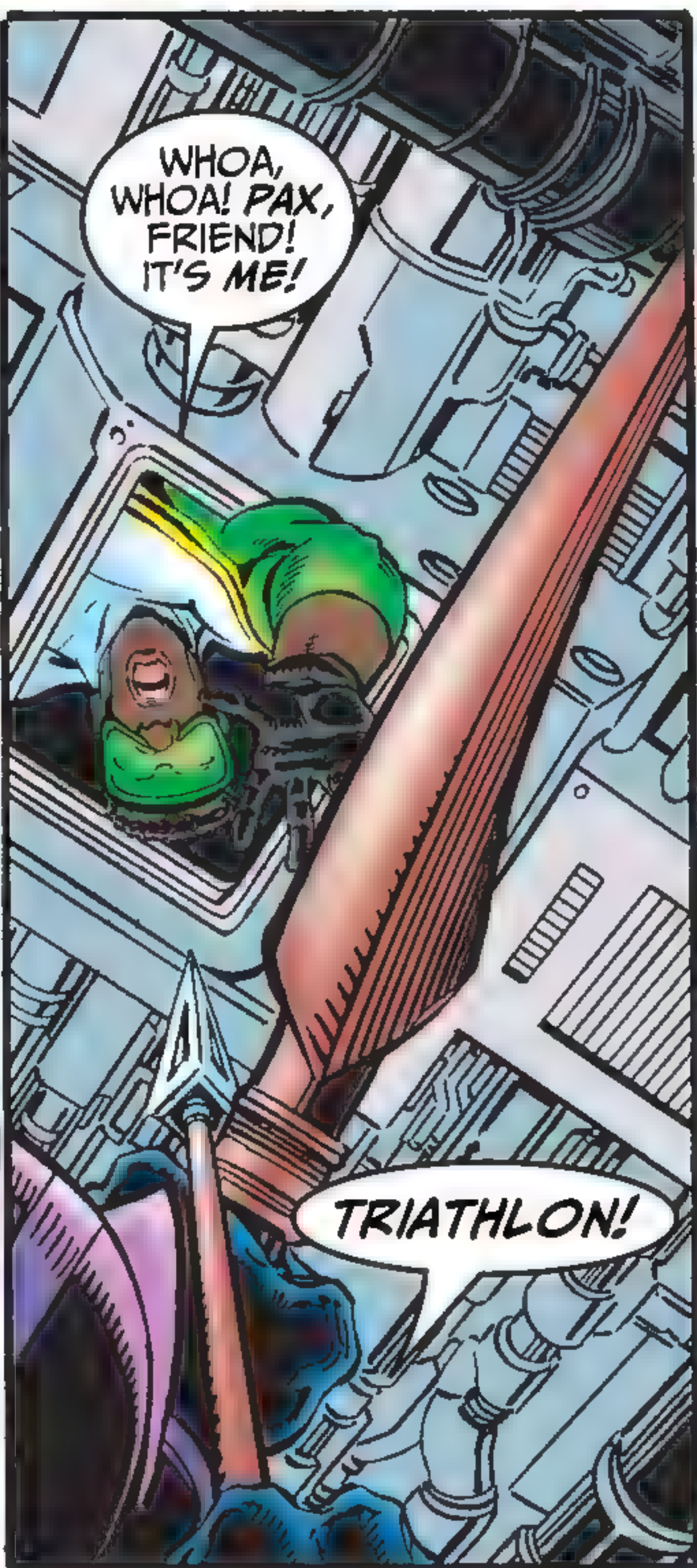
WHAT KIND OF MADMAN ARE WE DEALING WITH?

LUCKILY, I HAD THE RESPIRATOR I USE WITH MY GAS-ARROWS -- AND I THINK I GOT THE TWO WHO TRIGGERED THIS NIGHTMARE.

GAS IS DISSIPATING NOW. I'D BETTER --



WAIT! SOMEONE ABOVE ME!



WHOA, WHOA! PAX, FRIEND! IT'S ME!

TRIATHLON!



YOU REMEMBER -- I'M TOUCHED.

BUT WE GOTTA GET TO THE CENTRAL LAB AREA -- FAST! C'MON UP INTO THE VENT-DUCTS --

"-- WE CAN MAKE
BETTER TIME --
AND AVOID
NOTICE --
THAT WAY!"

SO WHAT'S
YOUR STORY,
TRIATHLON? YOU'RE
HELPIN' US OUT, BUT
YOU CAME OUTTA
NOWHERE. WHO
ARE YOU?

LET ME GUESS --
YOU'VE HEARD WHAT
EVERYBODY ELSE DID.
YOUNG KID FROM THE
PHILLY SUBURBS,
BROKE ALL **TRACK**
RECORDS IN HIGH
SCHOOL --

"-- BEFORE MAKIN'
THE **BIG TIME**, WITH
THE U.S. OLYMPIC
TRACK TEAM.

"DID PRETTY WELL,
TOO -- THREE
GOLD MEDALS,
ALL THE SNEAKER
COMPANIES ON THE
PLANET OFFERIN'
ENDORSEMENT
CONTRACTS. BUT
THEN --

YEAH, I HEARD ABOUT
THAT, TOO. WHAT
WAS IT -- **ILLEGAL**
STERIODS?

NOT ONE
OF MY **PROUDEST**
MOMENTS. BUT I DID IT
TO **MYSELF** -- AND
THERE'S NO ONE ELSE
TO **BLAME**.

"I JUST WANTED IT TOO BAD, I
GUESS. SO I **CHEATED**, AND I
GOT CAUGHT. THEY STRIPPED
ME OF MY MEDALS -- **BANNED**
ME FROM COMPETITION.

COULD BE
YOU HEARD OF ME.
THE NAME'S GARRETT --
DELROY GARRETT,
JR.

GARRETT?
YEAH, I HAVE
HEARD OF YOU...

"I DIDN'T DO A
WHOLE LOT
AFTER THAT. THERE
WERE STILL
JOB OFFERS --

"-- BUT NOT FROM ANYONE
LOOKING FOR A **HERO**. JUST
FROM PEOPLE WILLING TO
ACCEPT **DAMAGED GOODS**.
I DIDN'T TAKE 'EM.

"I JUST
WALLOWED
IN MY
SHAME --

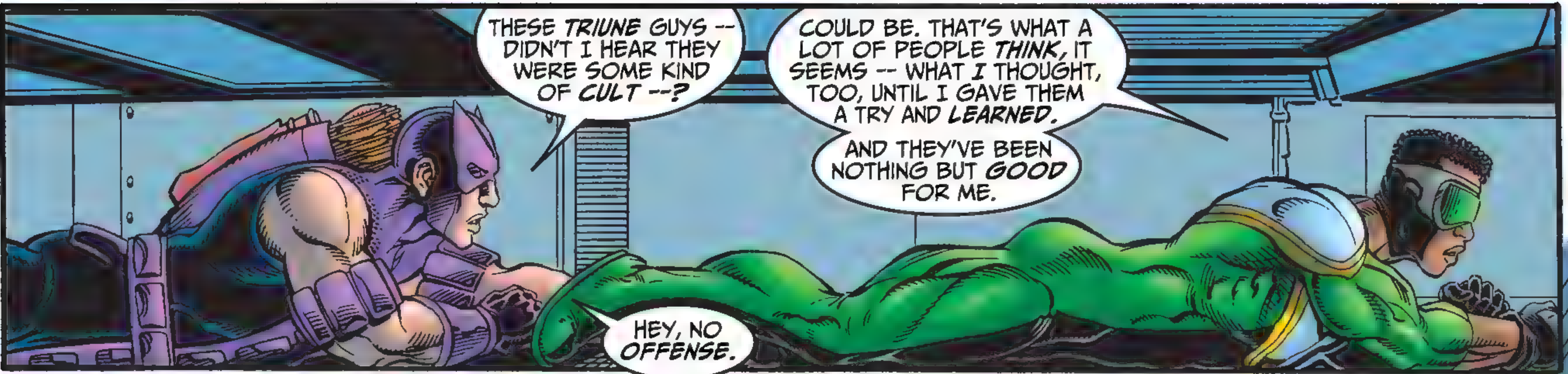
"-- UNTIL I DISCOVERED THE
TRIUNE UNDERSTANDING.

"THEY'RE KIND OF, I DUNNO --
A WAY OF **THINKING**, OR
MAYBE A **CHURCH**. I DIDN'T
BELIEVE IN WHAT THEY HAD
TO SAY AT FIRST --

"-- BUT THEY SHOWED
ME A WAY TO FIND **PEACE**,
TO LET GO OF THE **ANGER**
I HAD TOWARD MYSELF --
AND IN TIME --

"-- A WAY TO
UNLOCK THE
POWER WITHIN
ME --

"-- MAKING ME
THREE TIMES AS
STRONG, FAST
AND **AGILE** AS
HUMANLY
POSSIBLE!"



THESE *TRIUNE* GUYS -- DIDN'T I HEAR THEY WERE SOME KIND OF *CULT* --?

COULD BE. THAT'S WHAT A LOT OF PEOPLE *THINK*, IT SEEMS -- WHAT I THOUGHT, TOO, UNTIL I GAVE THEM A TRY AND *LEARNED*.

AND THEY'VE BEEN NOTHING BUT *GOOD* FOR ME.

HEY, NO OFFENSE.

NONE TAKEN. YOU CAN'T *HELP* BEING IGNORANT.

HUH? WHAT'S THAT SUPPOSED TO--

SHH! TAKE A LOOK, AVENGER --

-- WE'RE HERE.

HOLY COW. THAT'S THE *DEVICE* HE STOLE -- THE *SEISMIC CANNON* -- ALL RIGHT. BUT --

"-- WHAT'S ALL THAT *OTHER* STUFF? WHAT'S HE *DOING* WITH IT? AND MORE IMPORTANTLY -- WHAT'S HE *DOING* TO *HIMSELF*?!"

INITIATING *CONTROL FEEDBACK*. CURRENT READINGS, *MATUSCEK*.

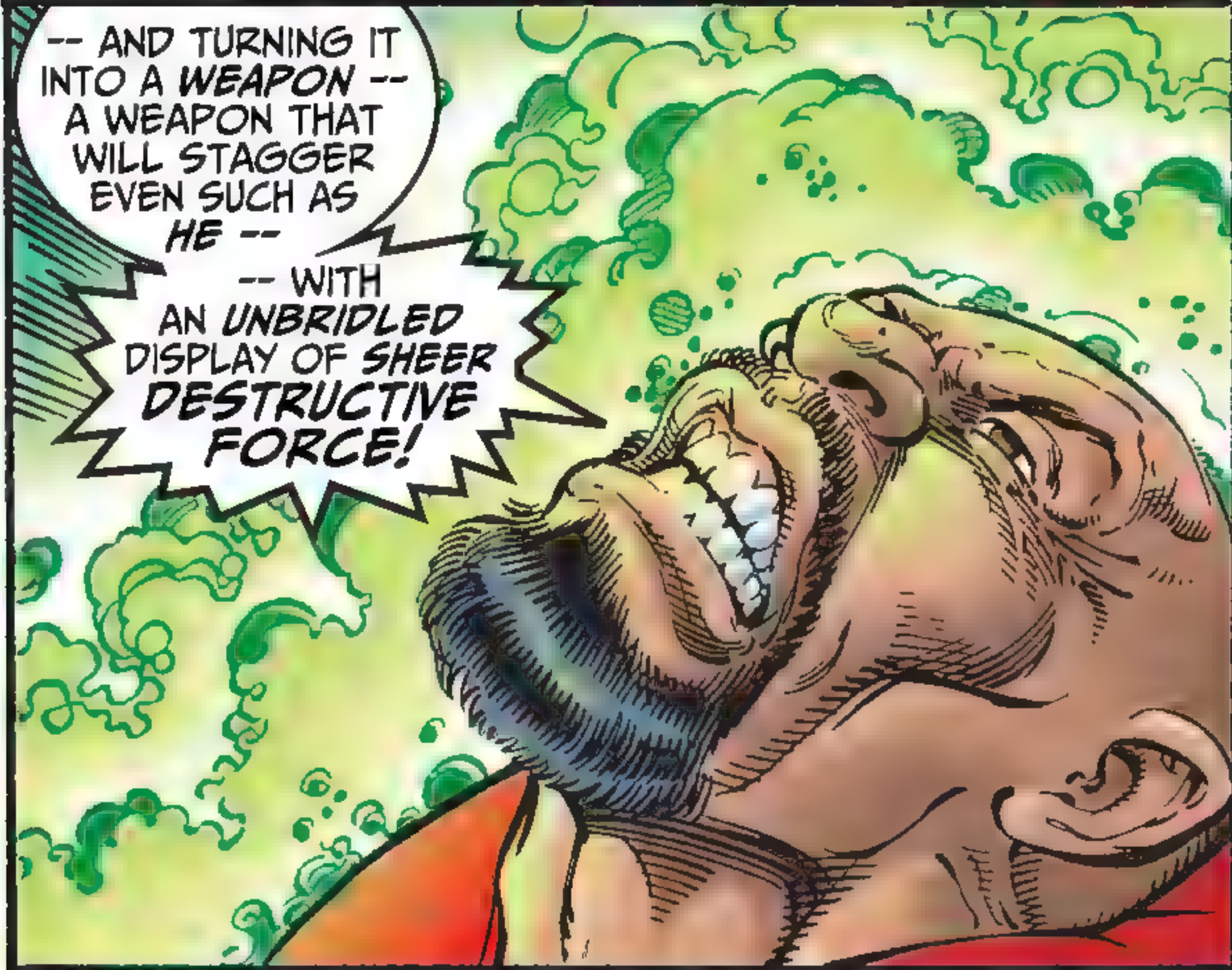
PARTIAL SUCCESS, SIR. THE *SEISMIC CANNON'S* *CONTAINMENT RESONANCES* ARE AFFECTING YOUR *CELLULAR STRUCTURE* --

-- *SUPER-CHARGING* THE *SEISMOPLASTS*, AS WE'D HOPED -- AND 15% OF THEM ARE *DAMPING*. BUT THAT'S NOT ENOUGH, SIR, IF YOU'RE TO --

THEN INCREASE *POWER*, *MATUSCEK*.

INCREASE *POWER*? BUT SIR -- WE'RE ALREADY WELL *PAST* MAXIMUM *SAFE* --

I SAID INCREASE *POWER*, WOMAN! RISK BE *HANGED* -- WE *MUST* SUCCEED! WE *MUST*! I *MUST* SHOW *APOCALYPSE*, BY TAKING HIS *GIFT* --



-- AND TURNING IT INTO A WEAPON -- A WEAPON THAT WILL STAGGER EVEN SUCH AS HE --

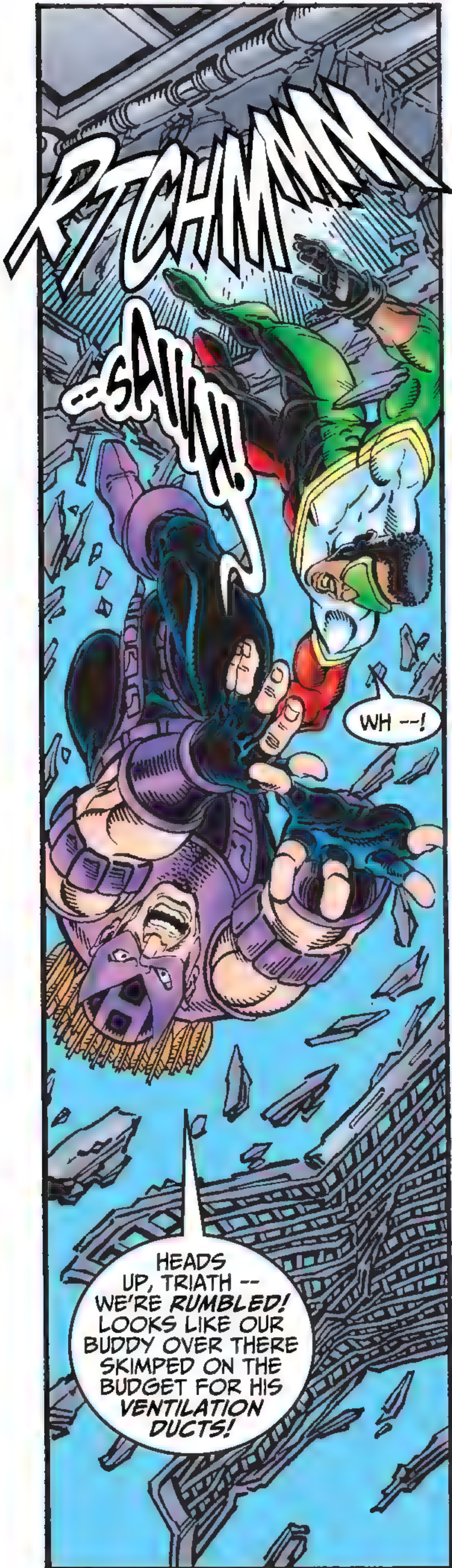
-- WITH AN UNBRIDLED DISPLAY OF SHEER DESTRUCTIVE FORCE!



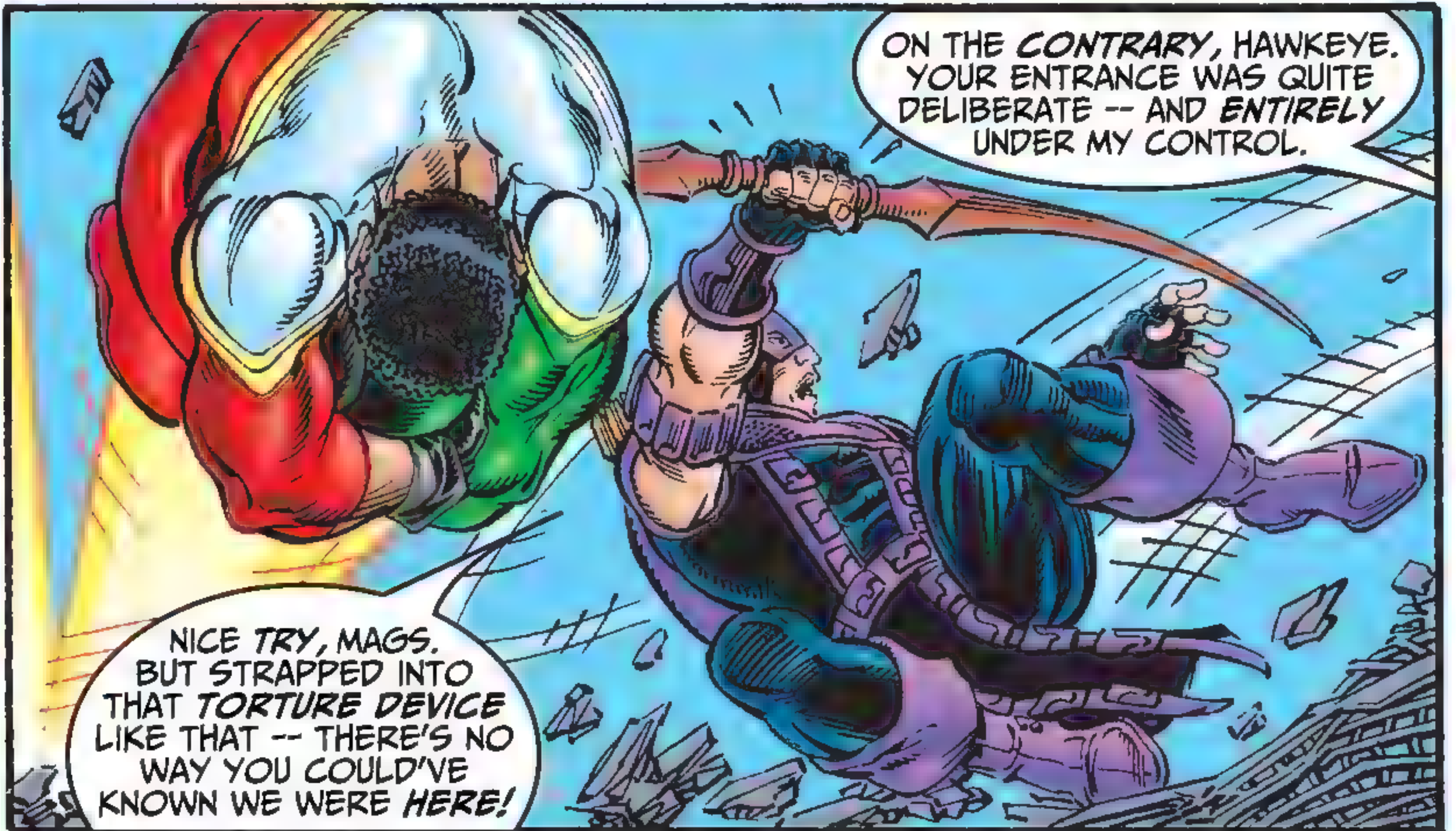
SO WHAT'S HE TALKIN' ABOUT?

I DON'T KNOW, BUT THIS IS THE SORT OF THING HE WAS SAYING BEFORE -- THIS IS WHY I CONTACTED THE AVENGERS.

GOOD CALL, BUT WE'D BETTER WAIT UNTIL THE OTHERS ARE IN POS--

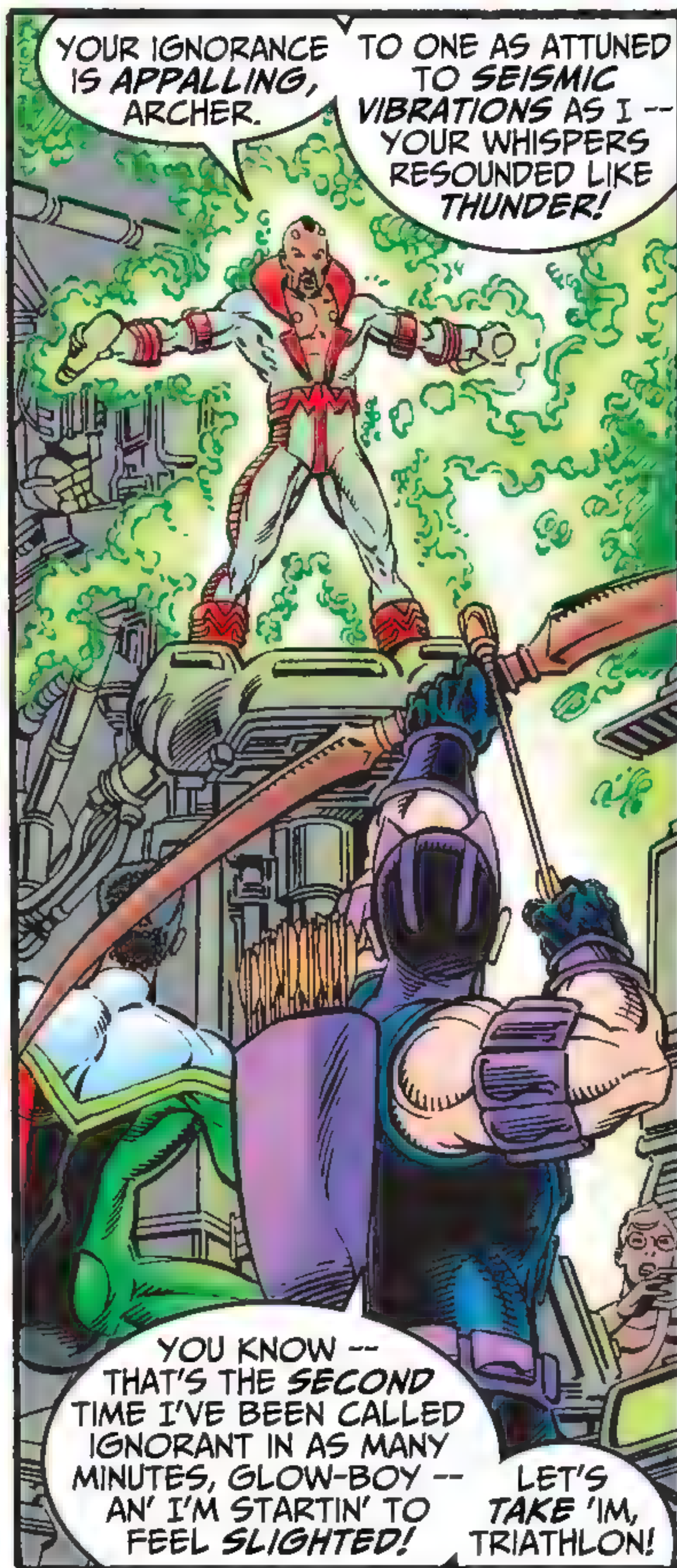


HEADS UP, TRIATH -- WE'RE RUMBLING! LOOKS LIKE OUR BUDDY OVER THERE SKIMPED ON THE BUDGET FOR HIS VENTILATION DUCTS!



NICE TRY, MAGS. BUT STRAPPED INTO THAT TORTURE DEVICE LIKE THAT -- THERE'S NO WAY YOU COULD'VE KNOWN WE WERE HERE!

ON THE CONTRARY, HAWKEYE. YOUR ENTRANCE WAS QUITE DELIBERATE -- AND ENTIRELY UNDER MY CONTROL.



YOUR IGNORANCE IS APPALLING, ARCHER.

TO ONE AS ATTUNED TO SEISMIC VIBRATIONS AS I -- YOUR WHISPERS RESOUNDED LIKE THUNDER!

YOU KNOW -- THAT'S THE SECOND TIME I'VE BEEN CALLED IGNORANT IN AS MANY MINUTES, GLOW-BOY -- AN' I'M STARTIN' TO FEEL SLIGHTED!

LET'S TAKE 'IM, TRIATHLON!



YOU WILL TAKE NOTHING, AVENGER! GUARDS --

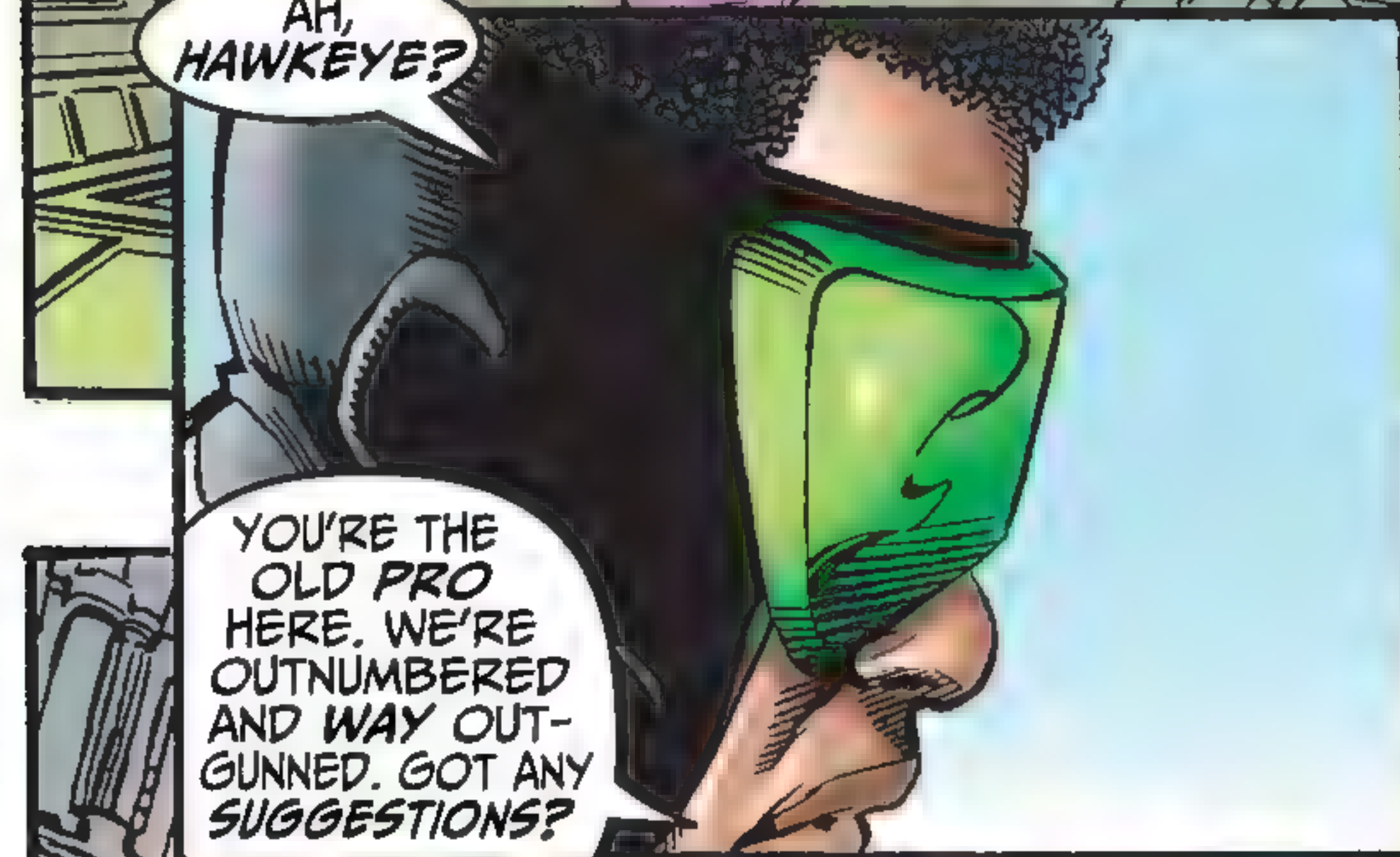
SUBDUE THEM!



UH-OH. DIDN'T REALIZE THIS WAS AN OPEN PARTY.

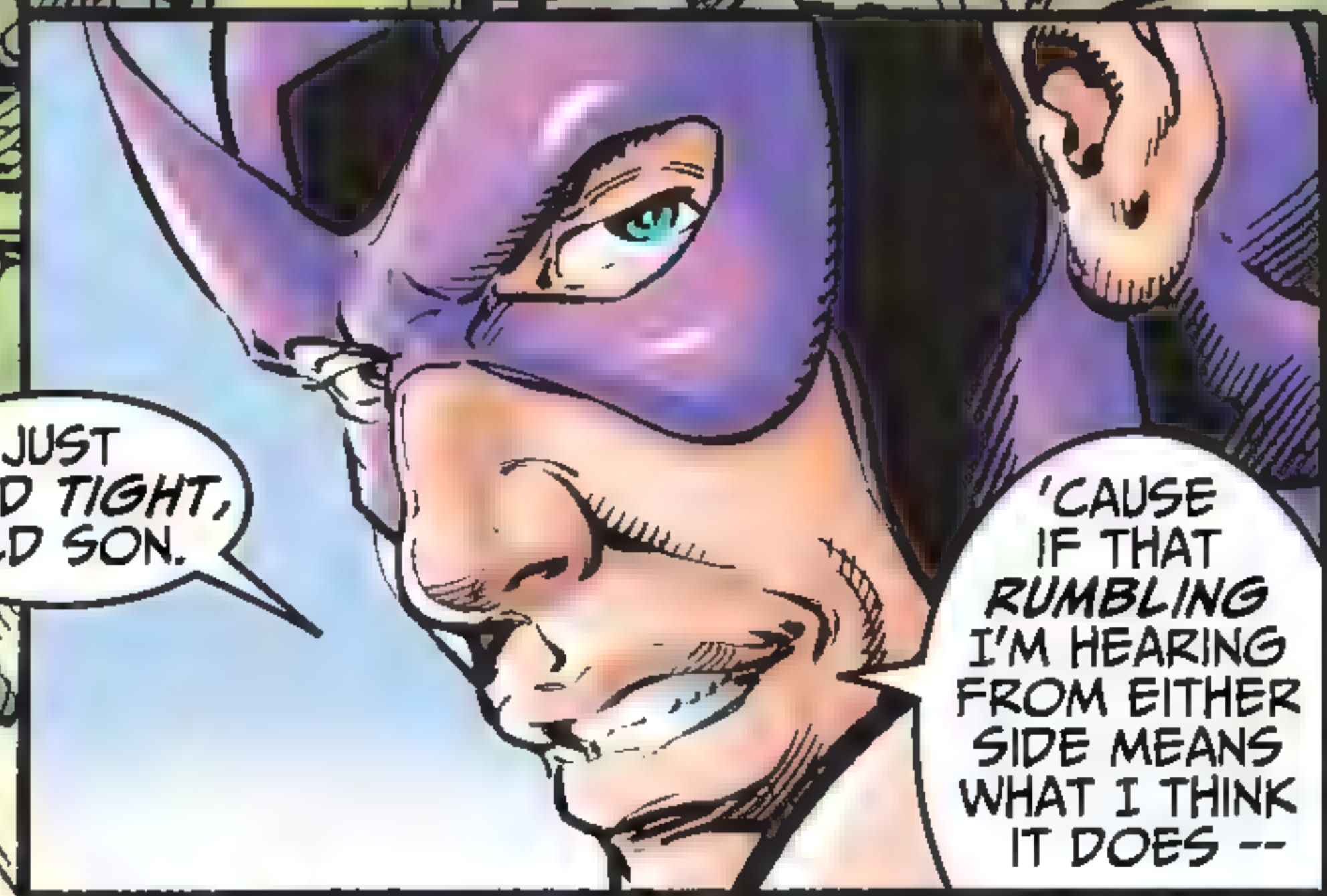
WHAT YOU SAID, PURPLE.

DROP THE BOW -- AND PUT YOUR HANDS ON YOUR HEADS, BOTH OF YOU! NOW!



AH, HAWKEYE?

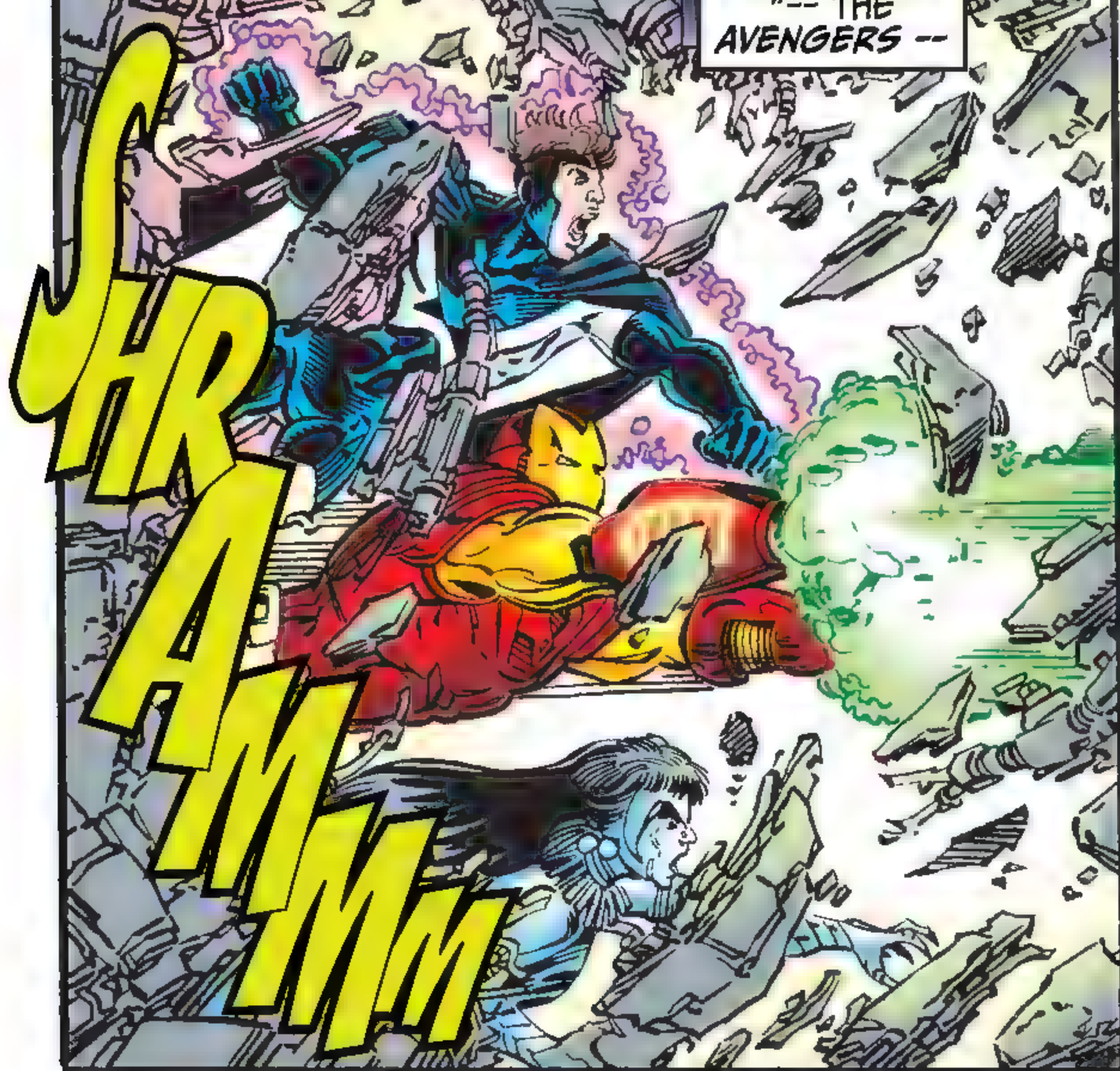
YOU'RE THE OLD PRO HERE. WE'RE OUTNUMBERED AND WAY OUT-GUNNED. GOT ANY SUGGESTIONS?



JUST HOLD TIGHT, OLD SON.

'CAUSE IF THAT RUMBLING I'M HEARING FROM EITHER SIDE MEANS WHAT I THINK IT DOES --

"-- THE AVENGERS --"

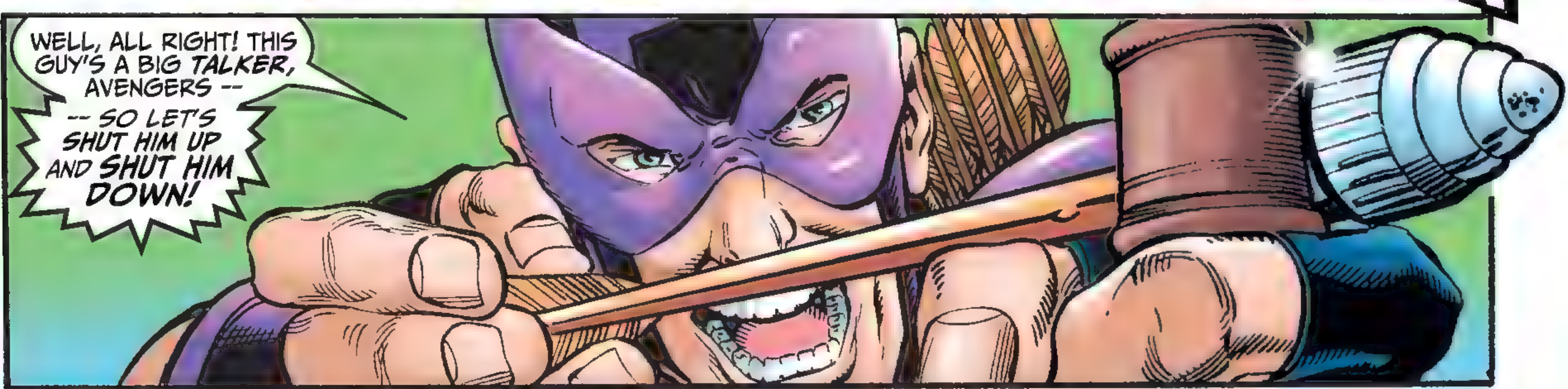


SHRAMMM



"--ARE HERE!"

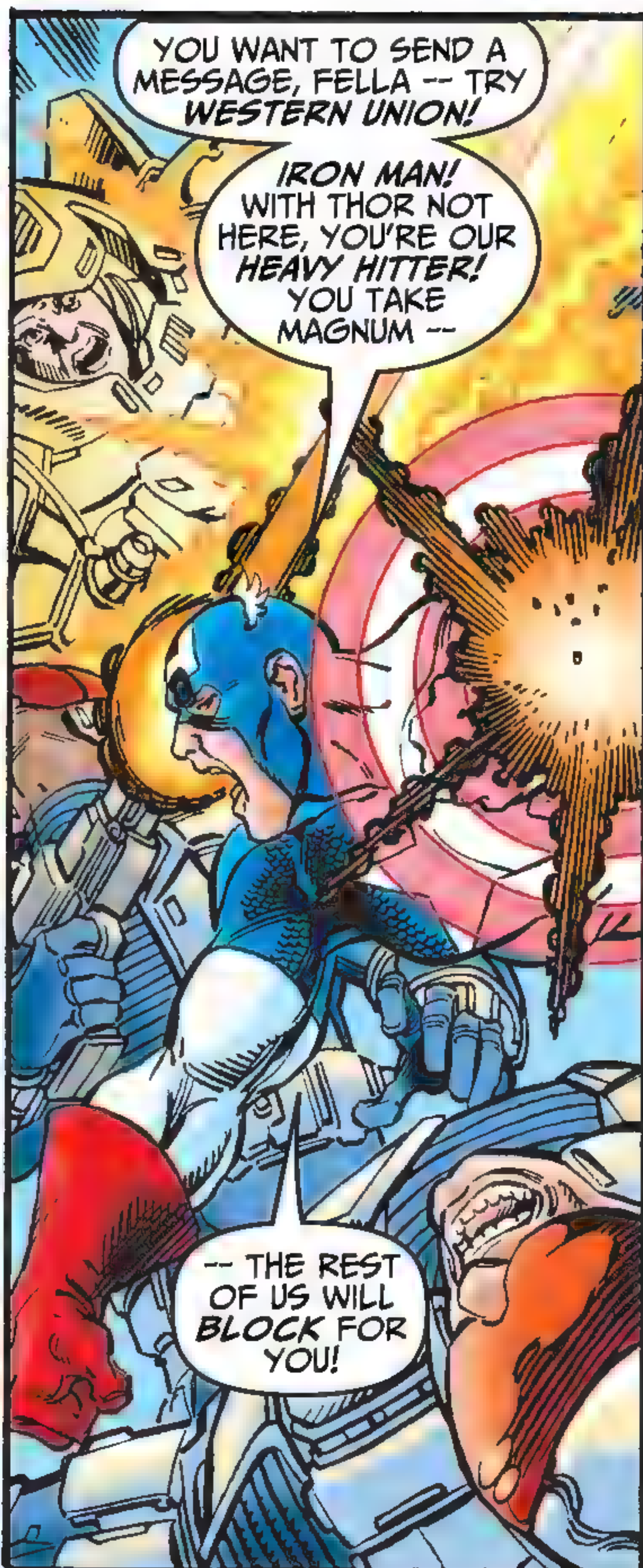
WELL, ALL RIGHT! THIS GUY'S A BIG TALKER, AVENGERS --
-- SO LET'S SHUT HIM UP AND SHUT HIM DOWN!





FOOLS!

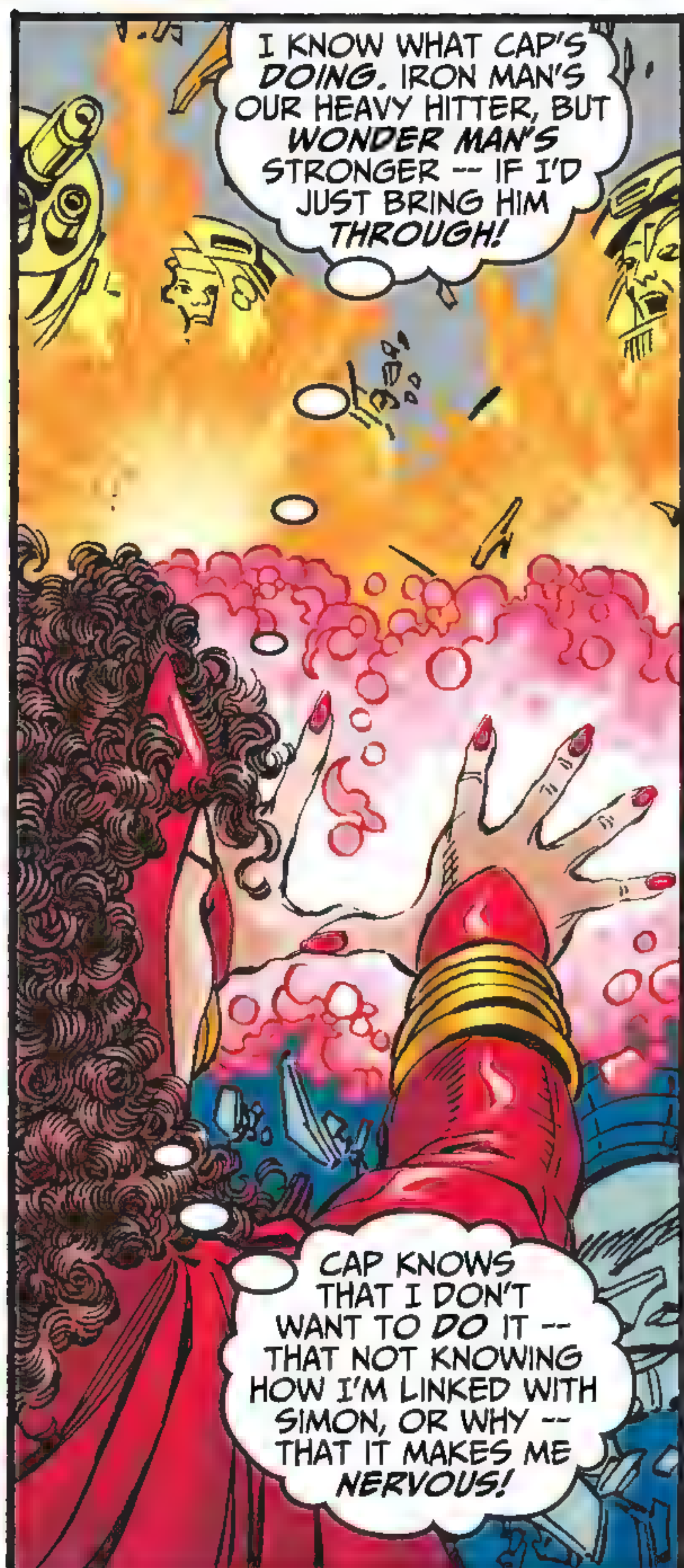
YOU WON'T STOP ME -- YOU CAN'T STOP ME! I HAVE A MESSAGE TO SEND -- AND NOTHING WILL PREVENT IT!



YOU WANT TO SEND A MESSAGE, FELLA -- TRY WESTERN UNION!

IRON MAN! WITH THOR NOT HERE, YOU'RE OUR HEAVY HITTER! YOU TAKE MAGNUM --

-- THE REST OF US WILL BLOCK FOR YOU!



I KNOW WHAT CAP'S DOING. IRON MAN'S OUR HEAVY HITTER, BUT WONDER MAN'S STRONGER -- IF I'D JUST BRING HIM THROUGH!

CAP KNOWS THAT I DON'T WANT TO DO IT -- THAT NOT KNOWING HOW I'M LINKED WITH SIMON, OR WHY -- THAT IT MAKES ME NERVOUS!



I SHOULD JUST GET PAST IT -- DO WHAT NEEDS TO BE DONE. BUT AFTER LAST NIGHT --

-- I DON'T KNOW WHETHER I SHOULD BE GLAD I CAN CONJURE SIMON -- OR SCARED!



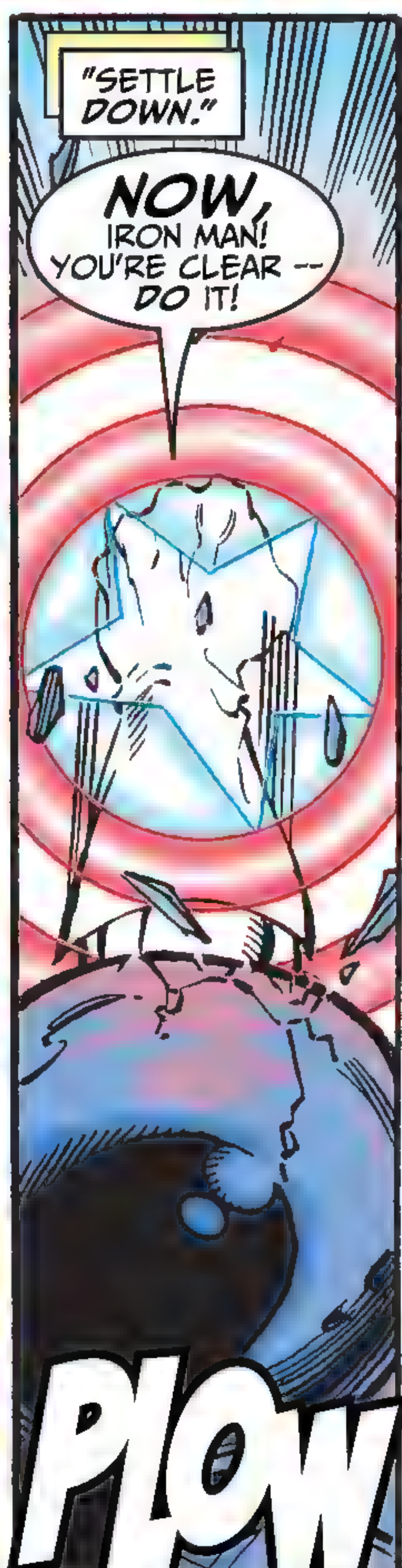
HAH! MY CROCODILE ASPECT IS MORE THAN ENOUGH TO DEAL WITH YOU, MERCENARIES!

SO DO AS CAPTAIN AMERICA WISHES -- AND FALL!



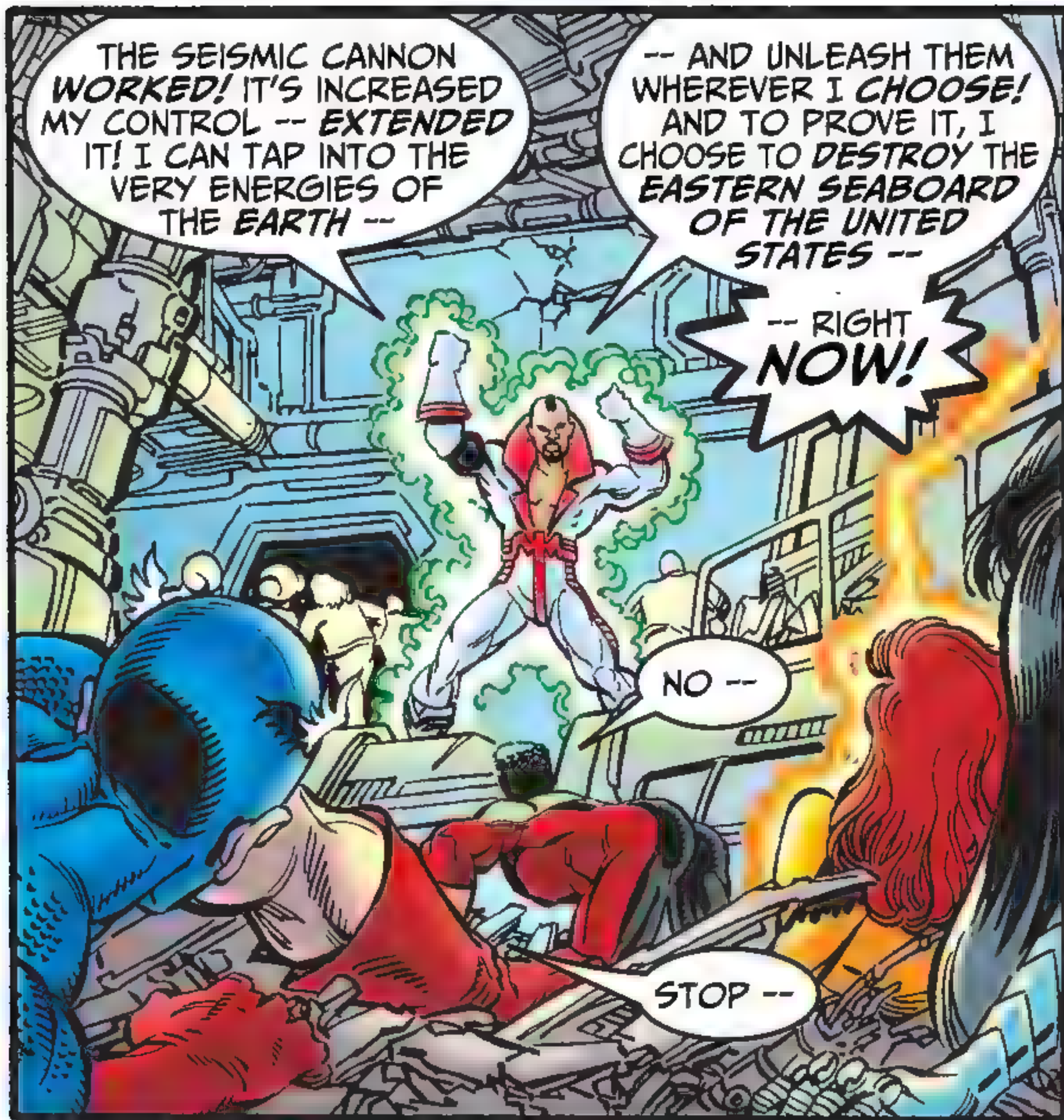
WHAT THE LADY SAID, GUYS!

SETTLE DOWN, VANCE -- YOU CAN TAKE 'EM. YOU ARE TAKING 'EM.



"SETTLE DOWN."

NOW, IRON MAN! YOU'RE CLEAR -- DO IT!



THE SEISMIC CANNON **WORKED!** IT'S INCREASED MY CONTROL -- **EXTENDED** IT! I CAN TAP INTO THE VERY ENERGIES OF THE EARTH --

-- AND UNLEASH THEM WHEREVER I **CHOOSE!** AND TO PROVE IT, I CHOOSE TO **DESTROY** THE **EASTERN SEABOARD** OF THE UNITED STATES --

-- RIGHT **NOW!**

NO --

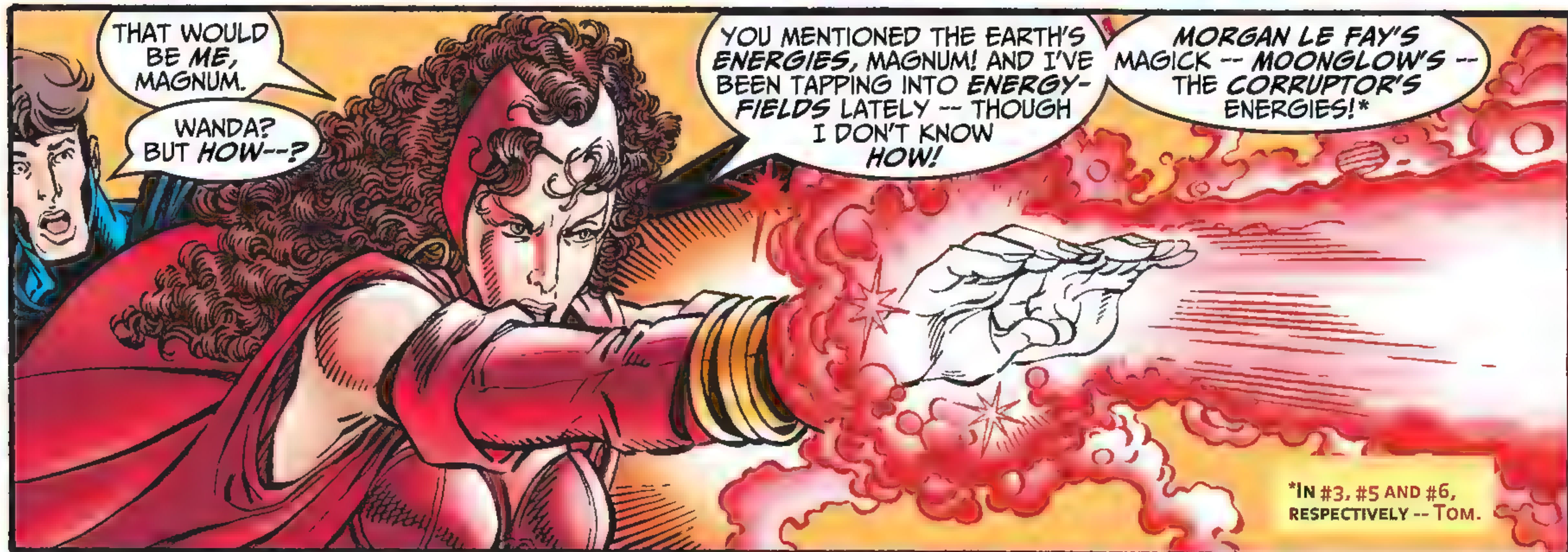
STOP --



BUT--!

WH-**WHAT?!**

SOMETHING -- BLOCKING MY **POWER** -- PREVENTING ME FROM **UNLEASHING** IT! BUT WHAT--?



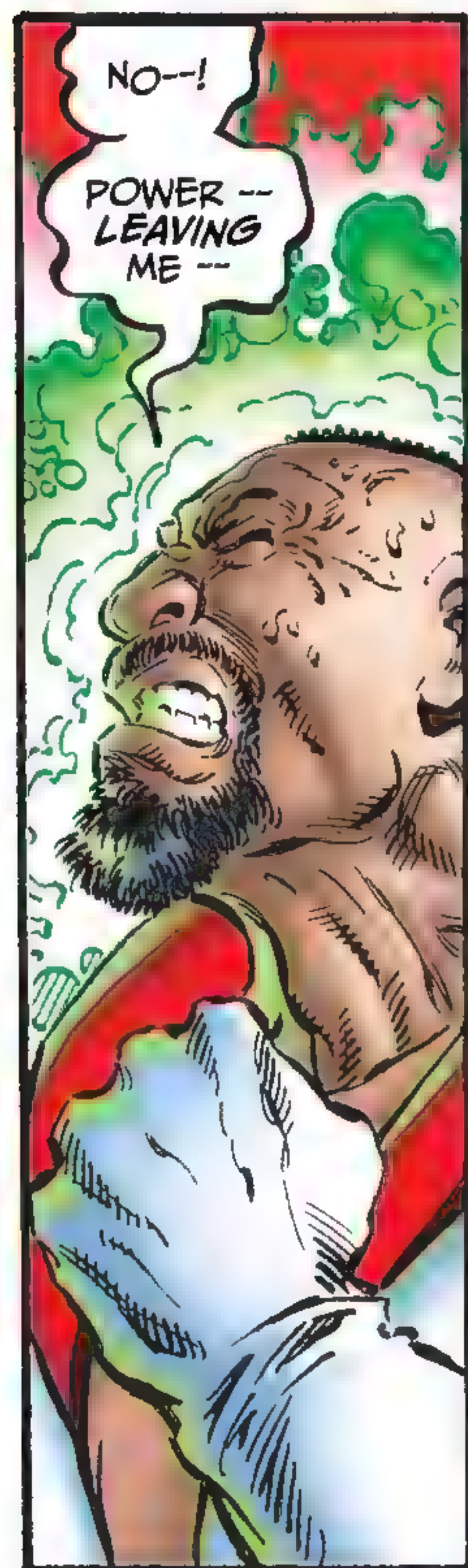
THAT WOULD BE ME, MAGNUM.

WANDA? BUT **HOW--?**

YOU MENTIONED THE EARTH'S **ENERGIES**, MAGNUM! AND I'VE BEEN TAPPING INTO **ENERGY-FIELDS** LATELY -- **THOUGH** I DON'T KNOW **HOW!**

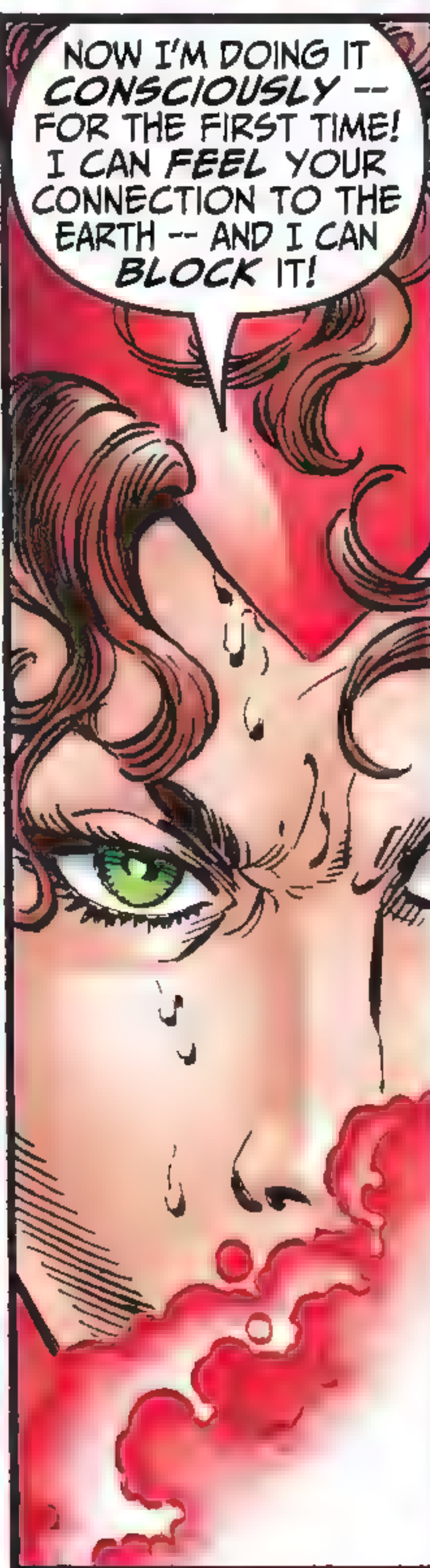
MORGAN LE FAY'S **MAGICK** -- **MOONGLOW'S** -- THE **CORRUPTOR'S** **ENERGIES!***

*IN #3, #5 AND #6, RESPECTIVELY -- TOM.

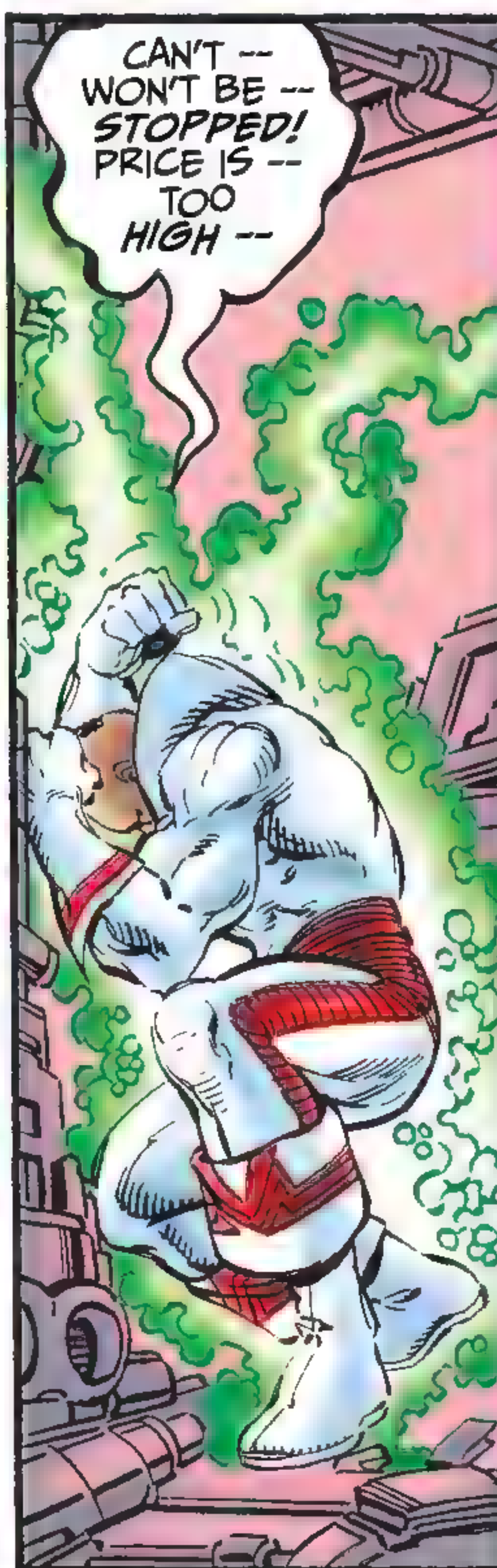


NO--!

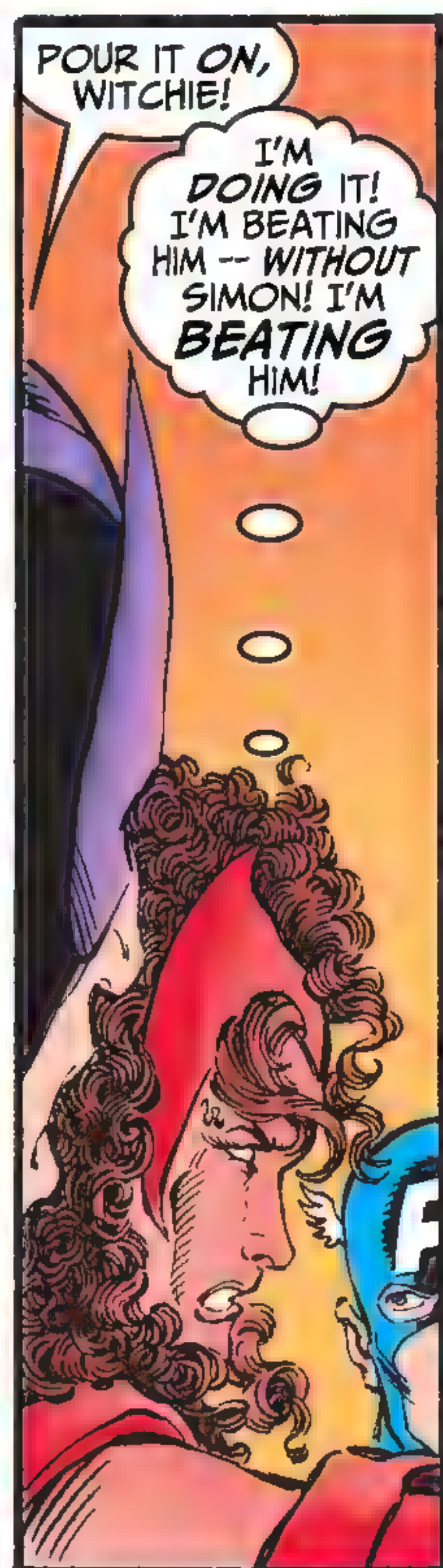
POWER -- **LEAVING** ME --



NOW I'M DOING IT **CONSCIOUSLY** -- FOR THE FIRST TIME! I CAN **FEEL** YOUR CONNECTION TO THE EARTH -- AND I CAN **BLOCK** IT!



CAN'T -- WON'T BE -- **STOPPED!** PRICE IS -- TOO **HIGH** --

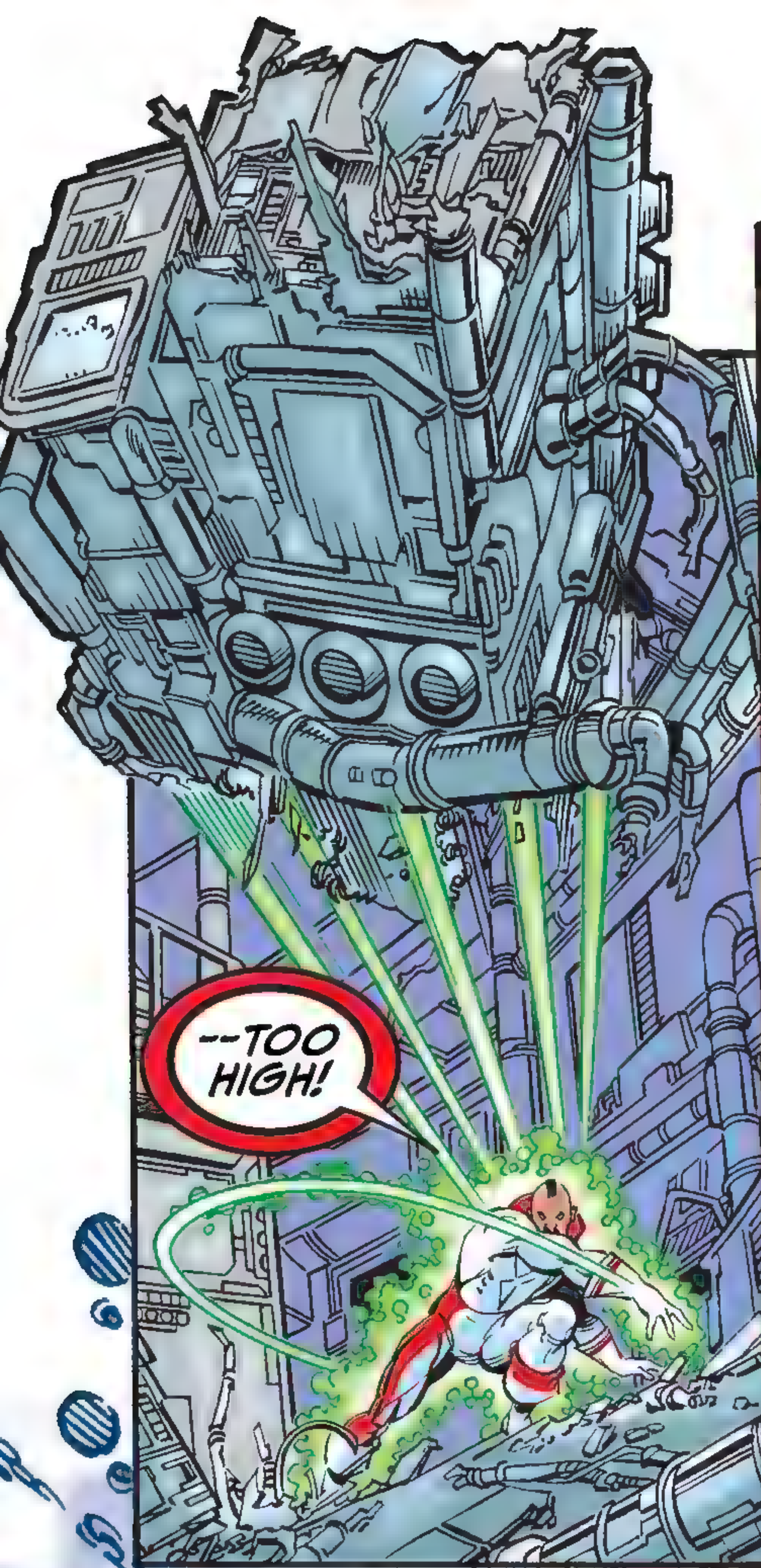


POUR IT ON, **WITCHIE!**

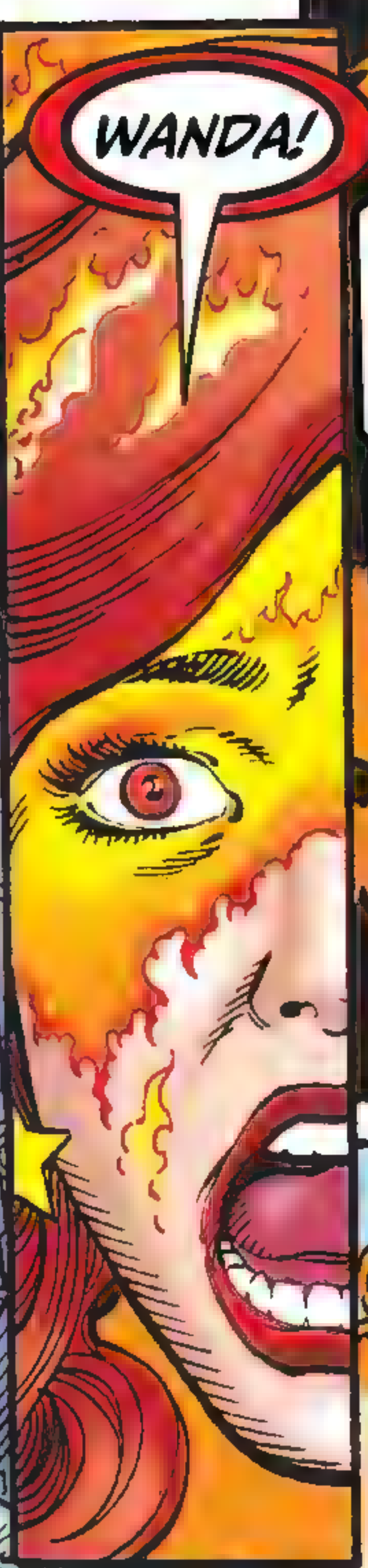
I'M **DOING** IT! I'M **BEATING** HIM -- **WITHOUT** SIMON! I'M **BEATING** HIM!



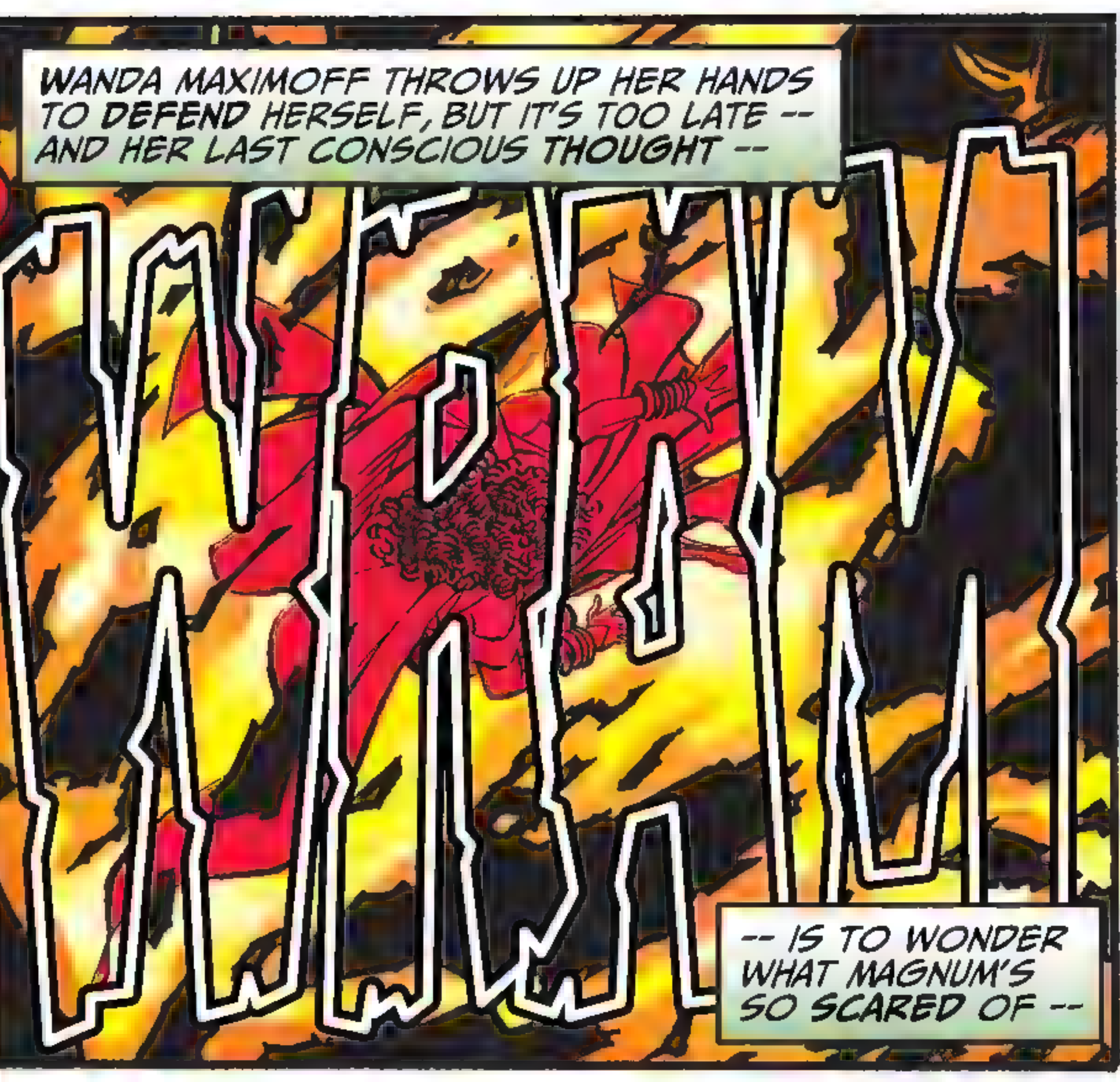
PRICE IS --



--TOO HIGH!

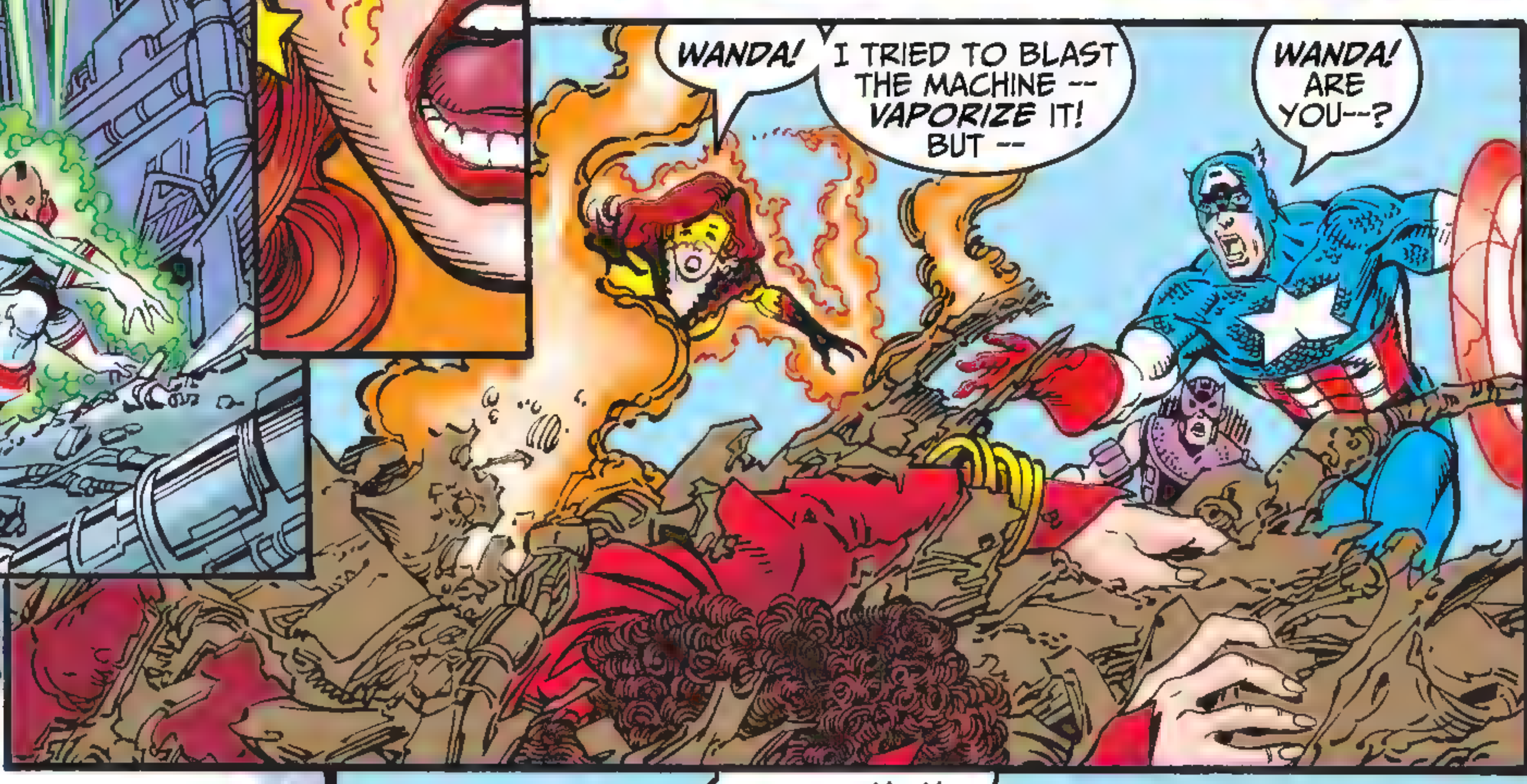


WANDA!



WANDA MAXIMOFF THROWS UP HER HANDS TO DEFEND HERSELF, BUT IT'S TOO LATE -- AND HER LAST CONSCIOUS THOUGHT --

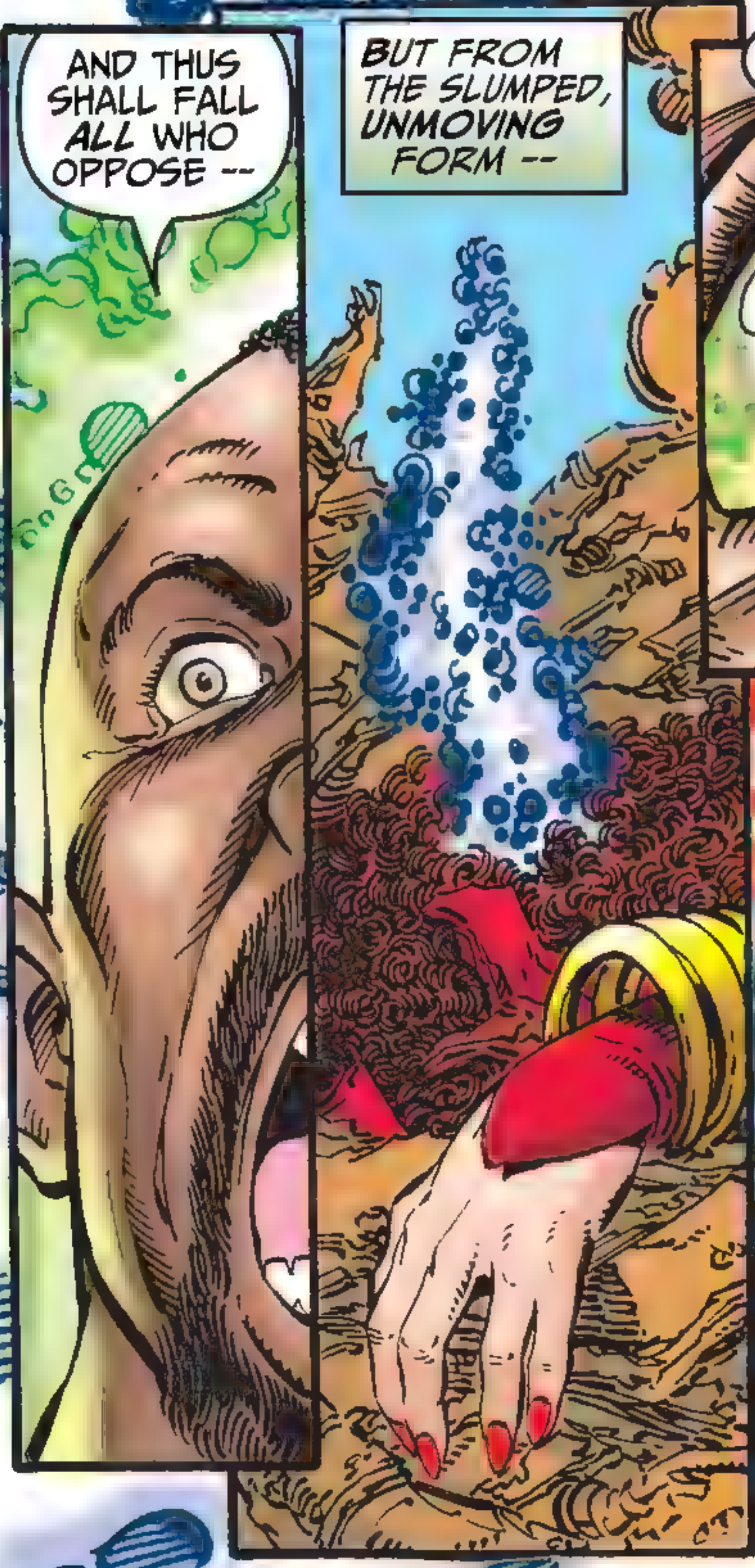
-- IS TO WONDER WHAT MAGNUM'S SO SCARED OF --



WANDA!

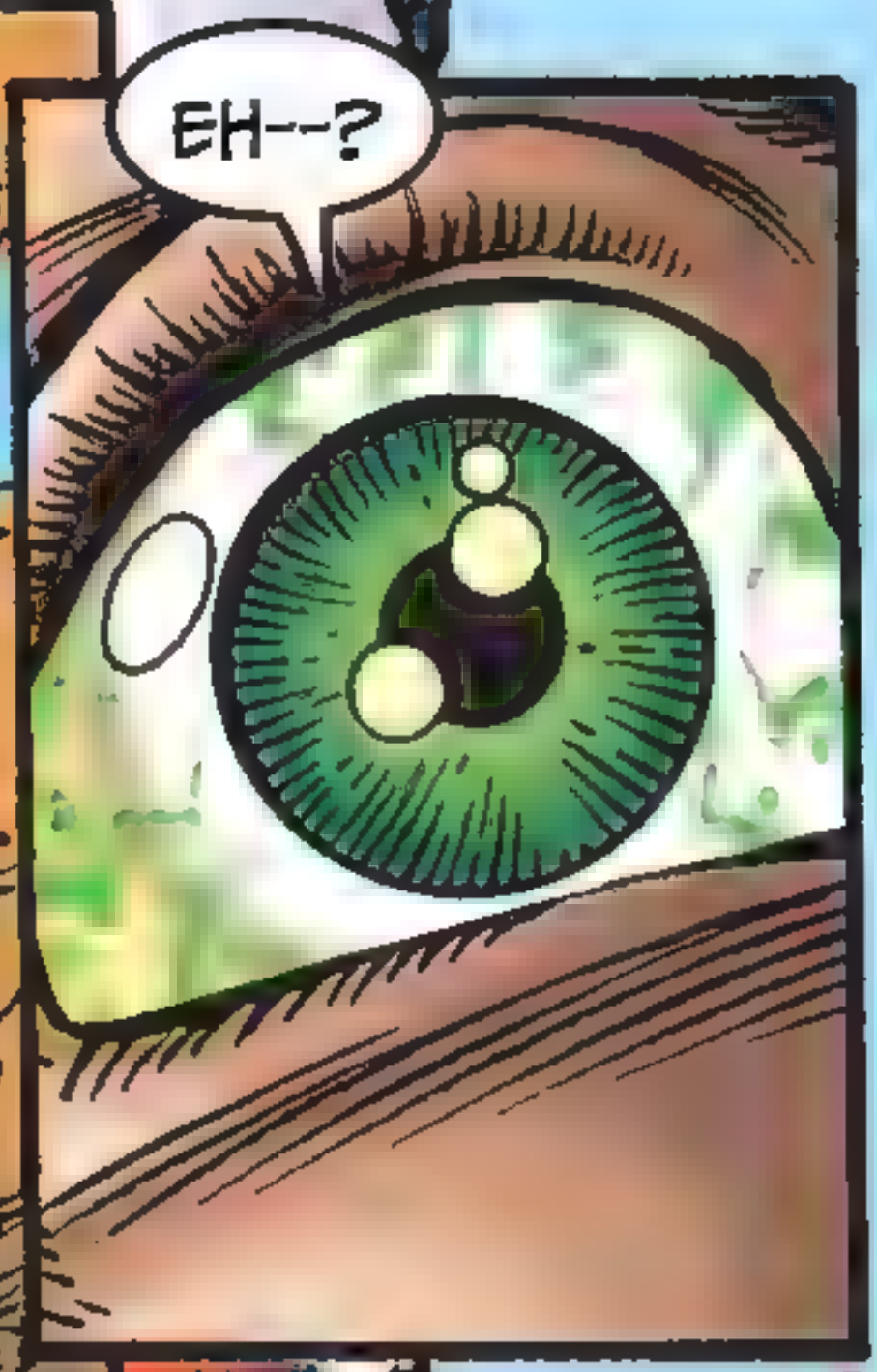
I TRIED TO BLAST THE MACHINE -- VAPORIZE IT! BUT --

WANDA! ARE YOU--?



AND THUS SHALL FALL ALL WHO OPPOSE --

BUT FROM THE SLUMPED, UNMOVING FORM --



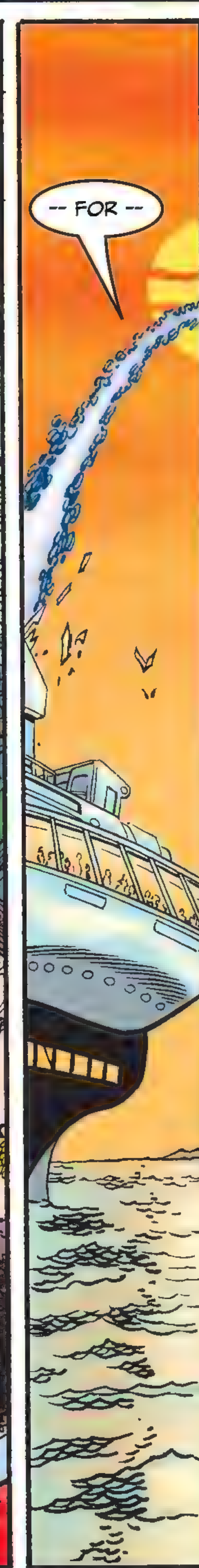
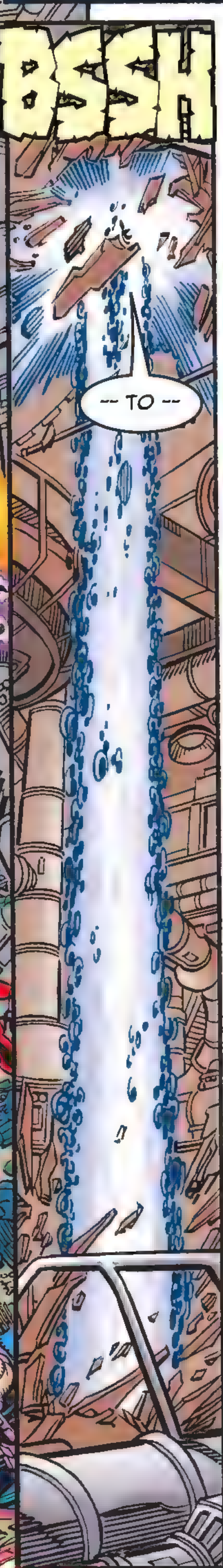
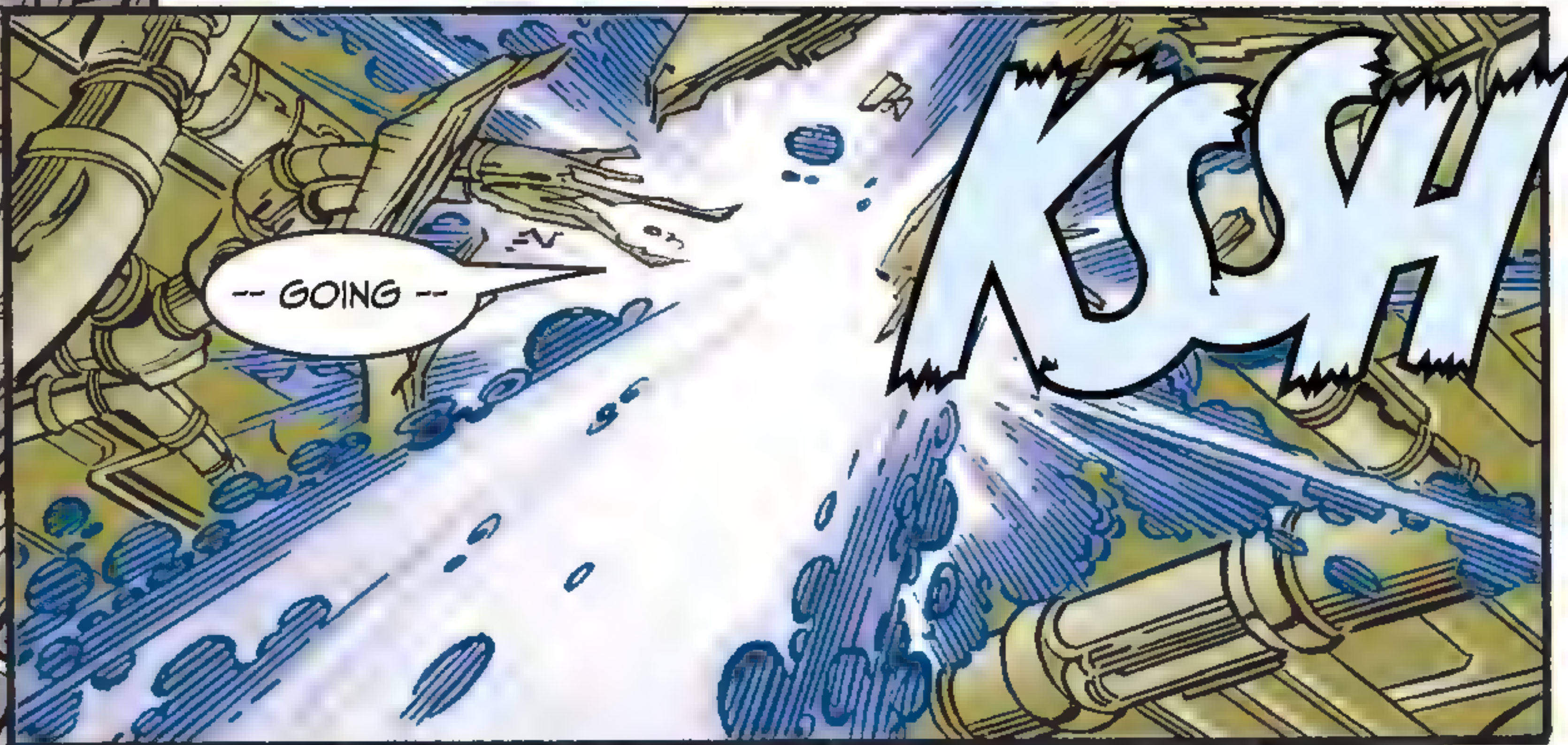
EH--?

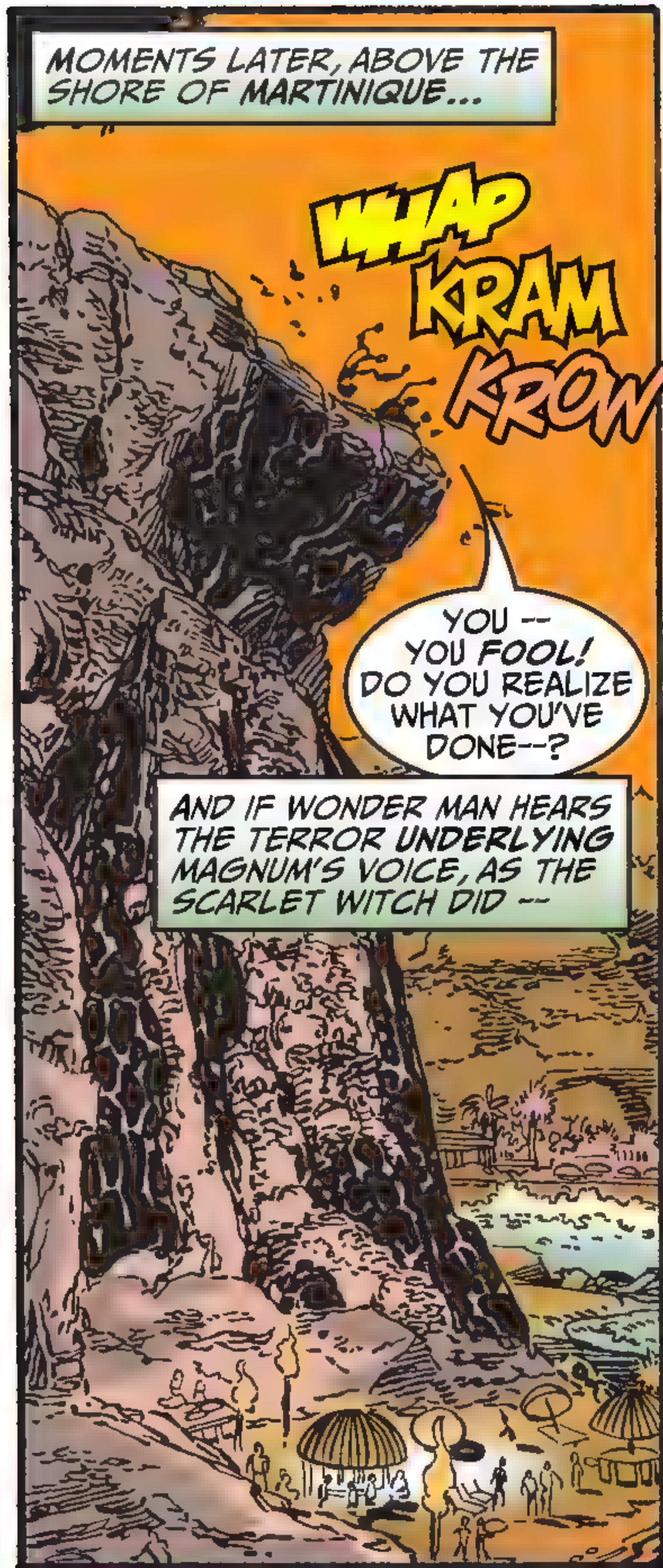
MAGNUM!

MMAGNUMMM...

W-WONDER MAN?





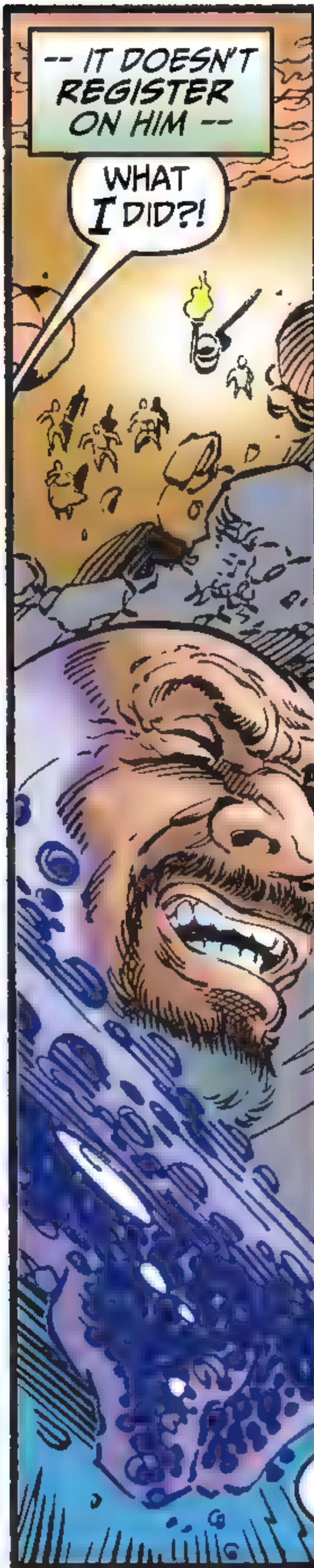


MOMENTS LATER, ABOVE THE SHORE OF MARTINIQUE...

**WHAP
KRAM
KROW**

YOU --
YOU FOOL!
DO YOU REALIZE
WHAT YOU'VE
DONE--?

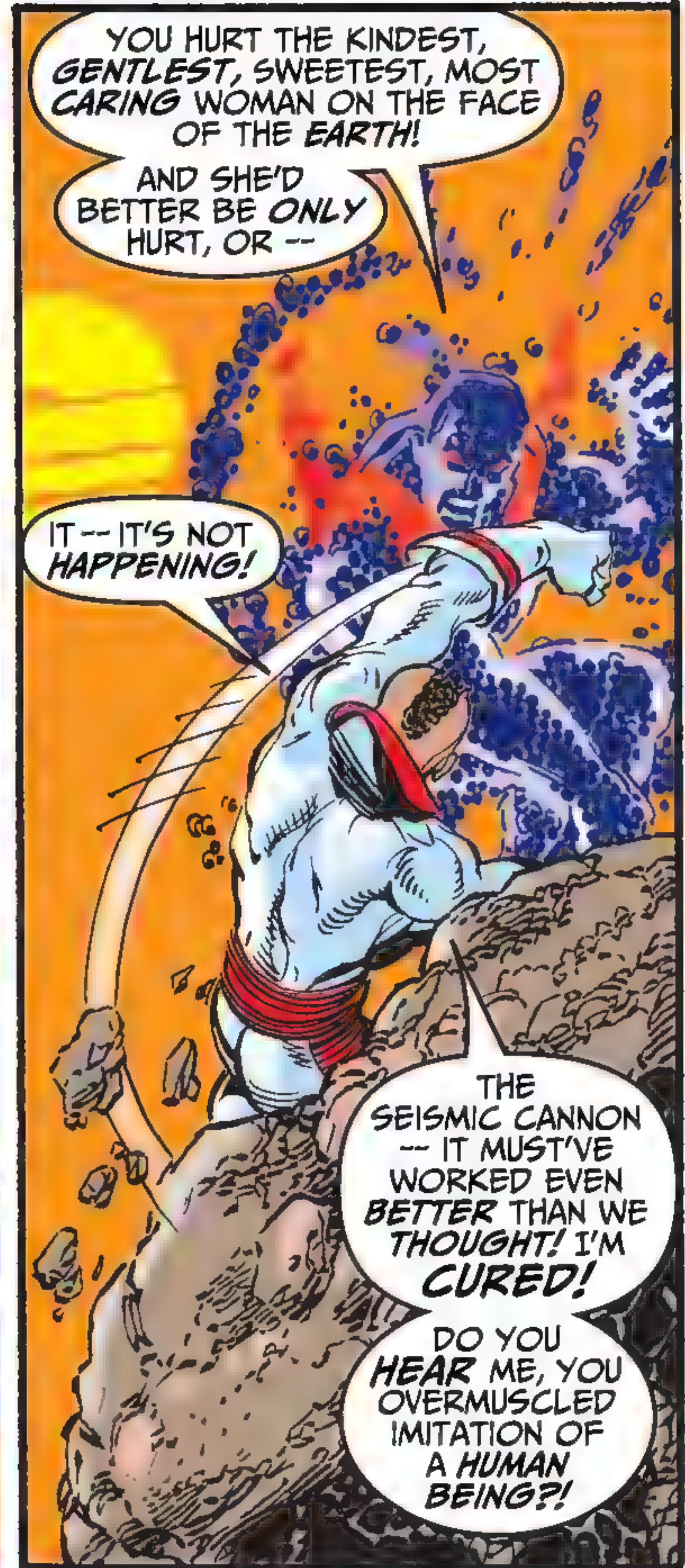
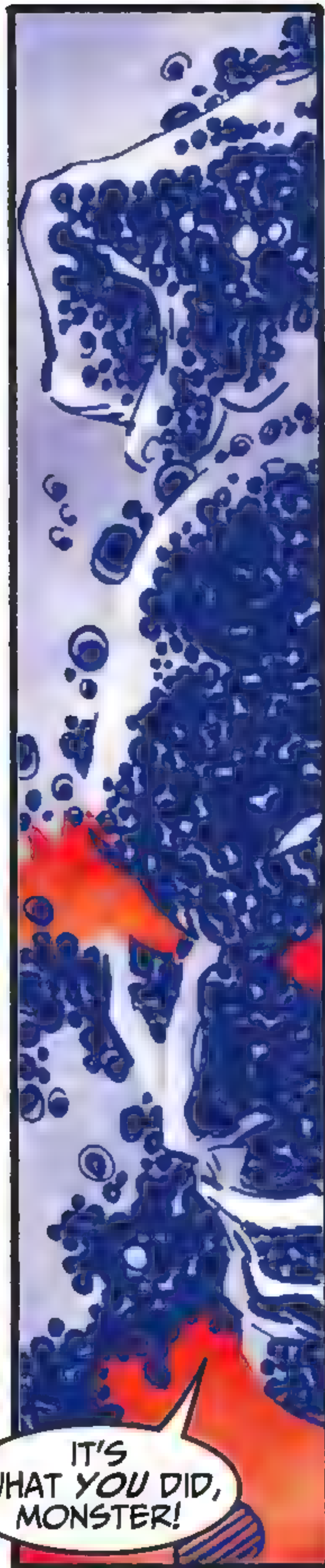
AND IF WONDER MAN HEARS
THE TERROR UNDERLYING
MAGNUM'S VOICE, AS THE
SCARLET WITCH DID --



-- IT DOESN'T
REGISTER
ON HIM --

WHAT
I DID?!

IT'S
WHAT YOU DID,
MONSTER!



IT -- IT'S NOT
HAPPENING!

THE
SEISMIC CANNON
-- IT MUST'VE
WORKED EVEN
BETTER THAN WE
THOUGHT! I'M
CURED!

DO YOU
HEAR ME, YOU
OVERMUSCLED
IMITATION OF
A HUMAN
BEING?!



I'M
CURED!

BUT THEN --
EVEN AS THE WORDS
LEAVE MAGNUM'S LIPS --

-- IT BEGINS --

THE -- THE
BEACH!
WH-WHAT--?

EARTHQUAKE!
RUN! RUN!

NO.

BY
ALL THE
MERCIFUL
GODS --
NO!

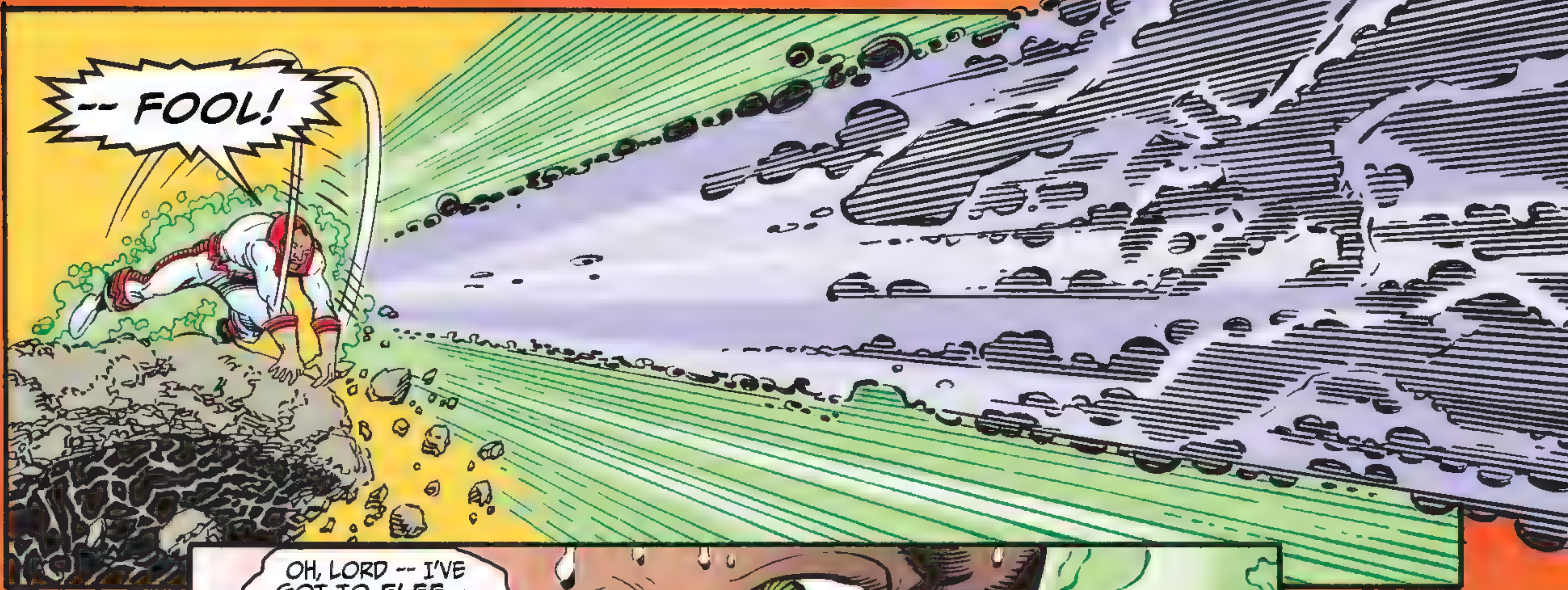
YOU
FOOL!
YOU ABSOLUTE,
UNMITIGATED --



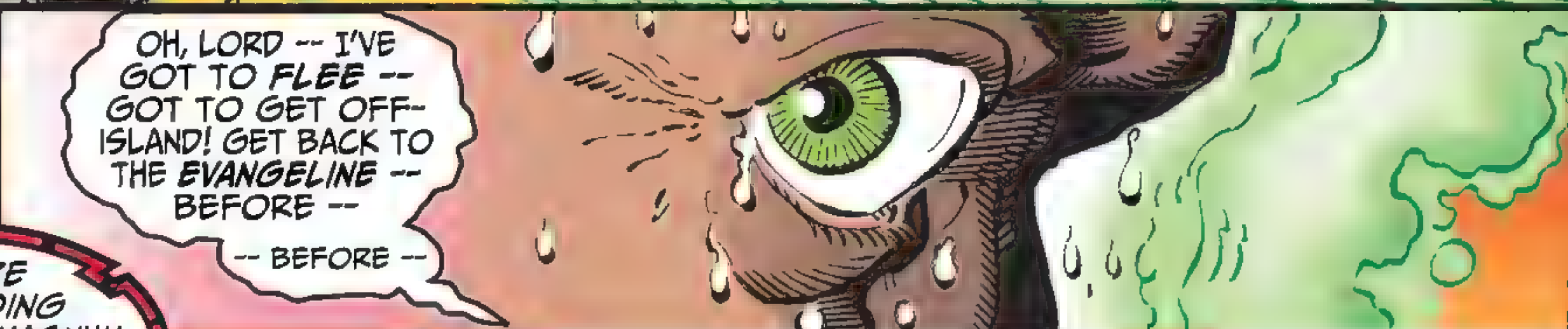
BY
ALL THE
MERCIFUL
GODS --
NO!

YOU
FOOL!
YOU ABSOLUTE,
UNMITIGATED --





--- FOOL!



OH, LORD -- I'VE GOT TO FLEE -- GOT TO GET OFF-- ISLAND! GET BACK TO THE EVANGELINE -- BEFORE --

YOU'RE NOT GOING ANYWHERE, MAGNUM. NOT 'TIL WE'RE DONE WITH YOU.



THE WHOLE ISLAND'S SHAKING, MAGNUM -- AND YOU'RE THE EPICENTER!

WHAT'S HAPPENING -- WHAT'S CAUSING THIS?

IT'S APOCALYPSE -- APOCALYPSE! THIS IS HIS CURSE -- HIS PUNISHMENT!

IT WAS HE WHO RESCUED ME FROM CERTAIN DEATH -- GAVE ME POWER OVER THE EARTH. IF I'D ACT AS HIS AGENT, ONE OF HIS CHAOS-BRINGERS!*

BUT I FAILED HIM -- FIRST AGAINST THE X-MEN -- AND THEN AGAINST THE BLACK PANTHER AND DEATHLOK!**

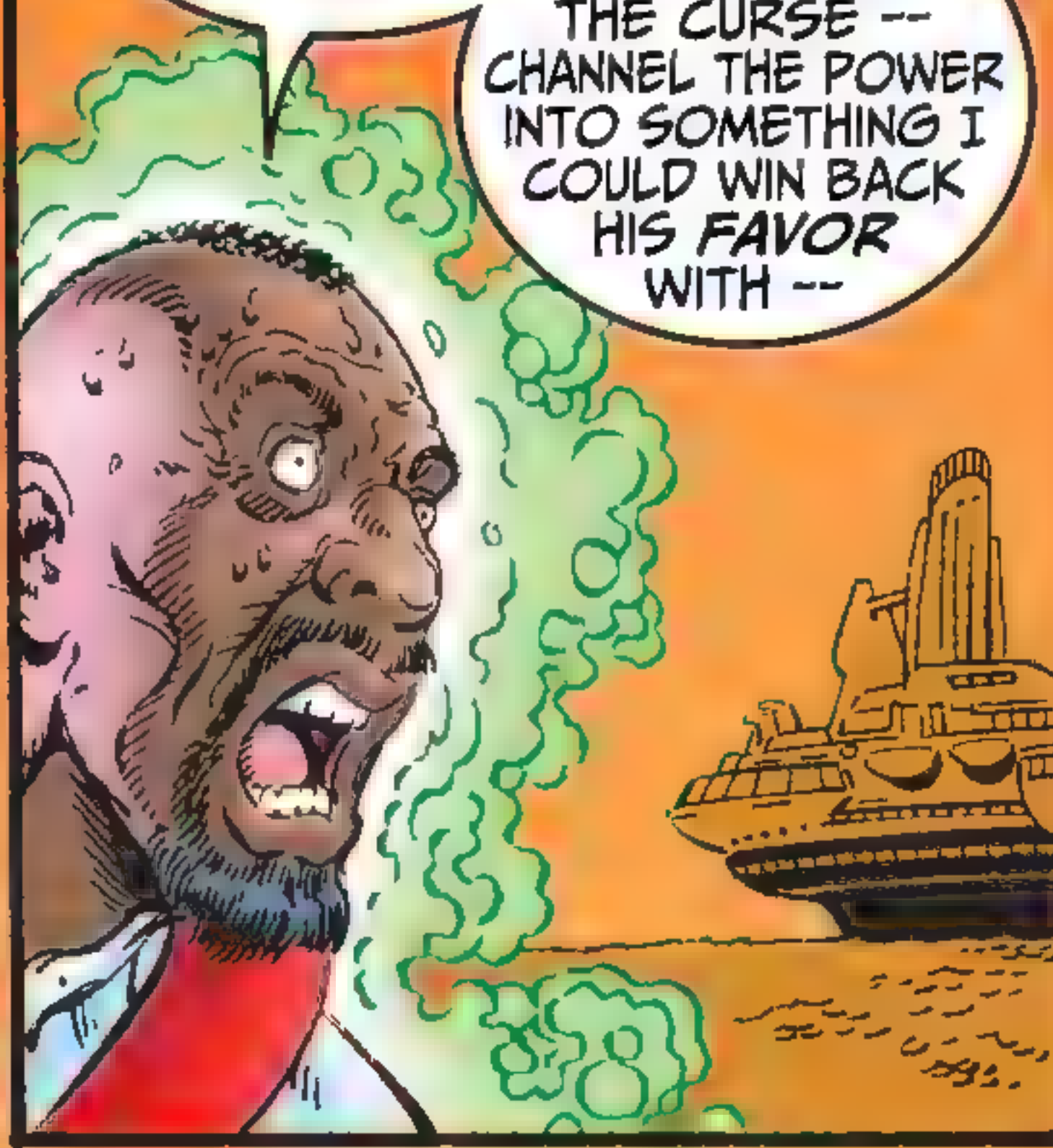
HE LET ME KEEP THE POWER, BUT TOOK MY CONTROL OF IT --

-- SO THAT EVERY TIME I TOUCHED SOLID GROUND --

-- THE QUAKES WOULD COME!

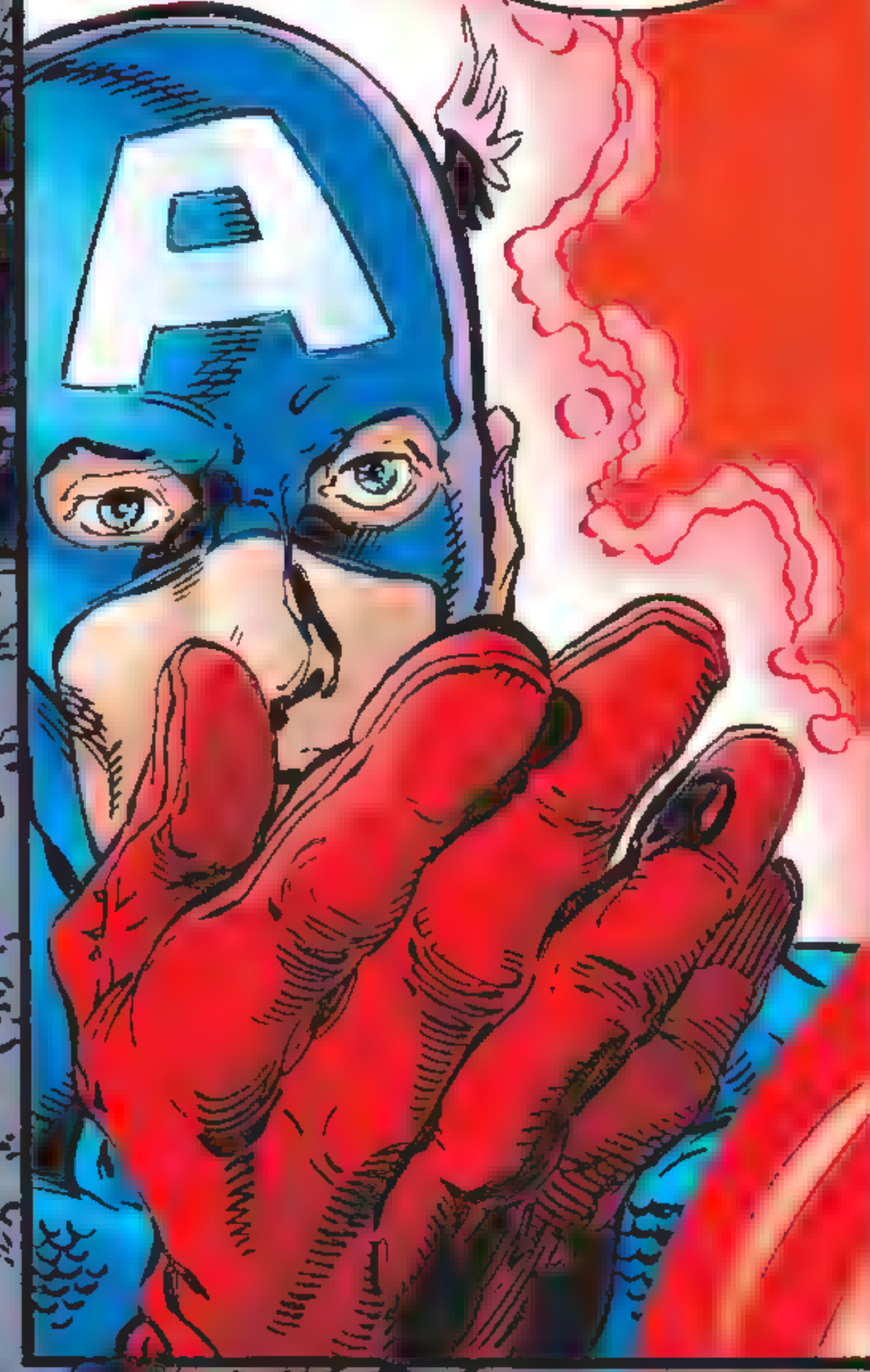
I HAD TO HIDE FROM HIM -- STAY AWAY FROM LAND, ON THE EVANGELINE! THAT'S WHY I NEEDED THE SEISMIC CANNON --

-- TO OVERCOME THE CURSE -- CHANNEL THE POWER INTO SOMETHING I COULD WIN BACK HIS FAVOR WITH --



WELL, THAT'S NOT GOING TO HAPPEN.

LET US HELP YOU, MAGNUM -- WE'LL GET YOU BACK TO THE EVANGELINE, SEE WHAT WE CAN DO ABOUT THIS "CURSE" --



*AFTER POWER MAN ANNUAL #1, AS SEEN IN CLASSIC X-MEN #25.
**IN UNCANNY X-MEN #119, AND DEATHLOK #22-25. -- TOM

NO! YOU DON'T UNDERSTAND! HE'S FOUND ME NOW -- FOUND ME!

AND I'LL NEVER BE FREE OF HIM AGAIN!

WITH A GREAT HOWL OF GRINDING ROCK, THE GROUND OPENS UP --

IF HE'D ONLY COME TO US FIRST. WE'D HAVE HELPED -- OR AT LEAST TRIED TO. BUT HE WAS SO USED TO USING TERROR AND FORCE TO GET HIS WAY --

-- THAT IT NEVER OCCURRED TO HIM.

MAGNUM!

NEVER...

I CAN'T FEEL TOO SORRY FOR HIM.

HE WAS WILLING TO KILL MILLIONS --

-- JUST TO PROVE SOMETHING TO A MAN WHO'D REJECTED HIM.

BUT STILL -- TO DIE LIKE THAT --

AND JUST AS ABRUPTLY --

BLAST!

-- IT CLOSES AGAIN.

I COULD HAVE CAUGHT HIM -- SHOULD HAVE. BUT I WAS CARRYING THE OTHERS -- AND THERE WASN'T TIME --

DON'T BEAT YOURSELF UP, VANCE. EVERYTHING'S NOT UP TO YOU -- YOU DID YOUR BEST, AND THAT'S WHAT COUNTS.

SIMON'S GONE AGAIN. BUT THIS TIME -- HE APPEARED WITHOUT MY EVEN CALLING HIM. JUST -- APPEARED.

I'VE GOT TO KNOW THE TRUTH. I'VE GOT TO MAKE IT A PRIORITY TO FIND OUT HOW THIS HAPPENS -- AND WHY --

-- EVEN IF IT MEANS LEAVING THE AVENGERS!

LOOK AT 'EM. THEY'RE YOUNG -- BUT THEY'VE GOT IT MORE TOGETHER THAN I EVER DID. THE TEAM -- AND ITS FUTURE -- ARE IN FINE SHAPE --

-- WHICH'LL MAKE IT EASIER TO DO WHAT I'M GOING TO DO...

THE NEXT DAY,
ONCE THE
AVENGERS HAVE
MADE IT BACK
TO NEW YORK...

YOU'VE BEEN SO
WONDERFUL TO ME,
TIO EDWIN -- ALL OF
YOU HAVE!

I'VE GOT TO GO --
GOT TO MOVE INTO
MY DORMITORY AT
EMPIRE STATE
UNIVERSITY, START
ORIENTATION -- BUT
I'LL COME BACK
AND VISIT!

MAKE SURE YOU DO,
LUPE -- I'D FEEL MOST
REMISS IN MY DUTIES
AS YOUR SPONSOR IF
YOU DIDN'T --!

CROSS
MY HEART!

TIME FOR ME TO
GO, TOO. BUT I GAVE
THE VISION MY **CONTACT**
INFORMATION. YOU'RE
REAL GOOD PEOPLE,
AVENGERS --

-- AND IF YOU
NEED ME FOR
ANYTHING, I'LL
BE HAPPY TO
HELP.

WE'LL KEEP
THAT IN MIND,
TRIATHLON.

AND SO...

MAN, AM I
BEAT -- BUT
IT'S STILL
EARLY.

YOU
UP FOR A
MOVIE,
ANGEL?

SURE --
WE CAN CALL
ROBBIE AND
DWAYNE --

CAPTAIN AMERICA
RADIOED BACK
WHAT HAPPENED,
WANDA. ARE YOUR
INJURIES --?

I'M ALL
RIGHT, VISION.
I GOT OFF A
PARTIAL HEX,
LESSENING THE
IMPACT --

SAY -- WHERE
IS CLINT,
ANYWAY?

I HAVEN'T
SEEN HIM
SINCE WE
LANDED...

AH,
AVENGERS --

-- PERHAPS
YOU SHOULD SEE
THIS --!

A
Cutta here for a while
maybe a long while.
Things to do. So don't
wait up -- but leave a
light in the window --
brier Hawkeye'll be back
when you least expect
it, like always.

A
Cutta here for a while --
maybe a long while.
Things to do. So don't
wait up -- but leave a
light in the window --
brier Hawkeye'll be back
when you least expect
it, like always! --H

NEXT AVENGERS DAY!
(But who invited the Grim Reaper?)

WWW.MARVEL.COM

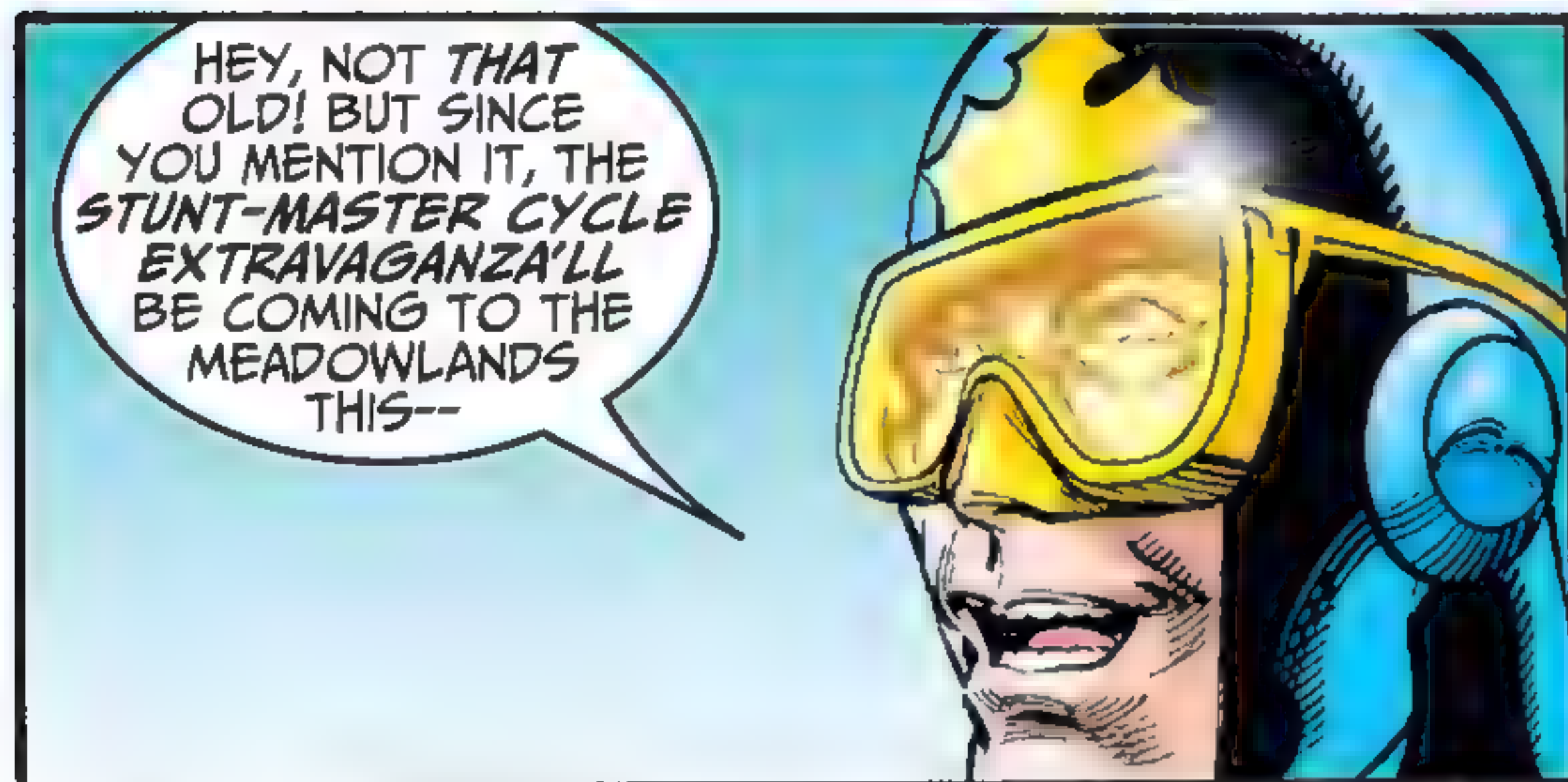
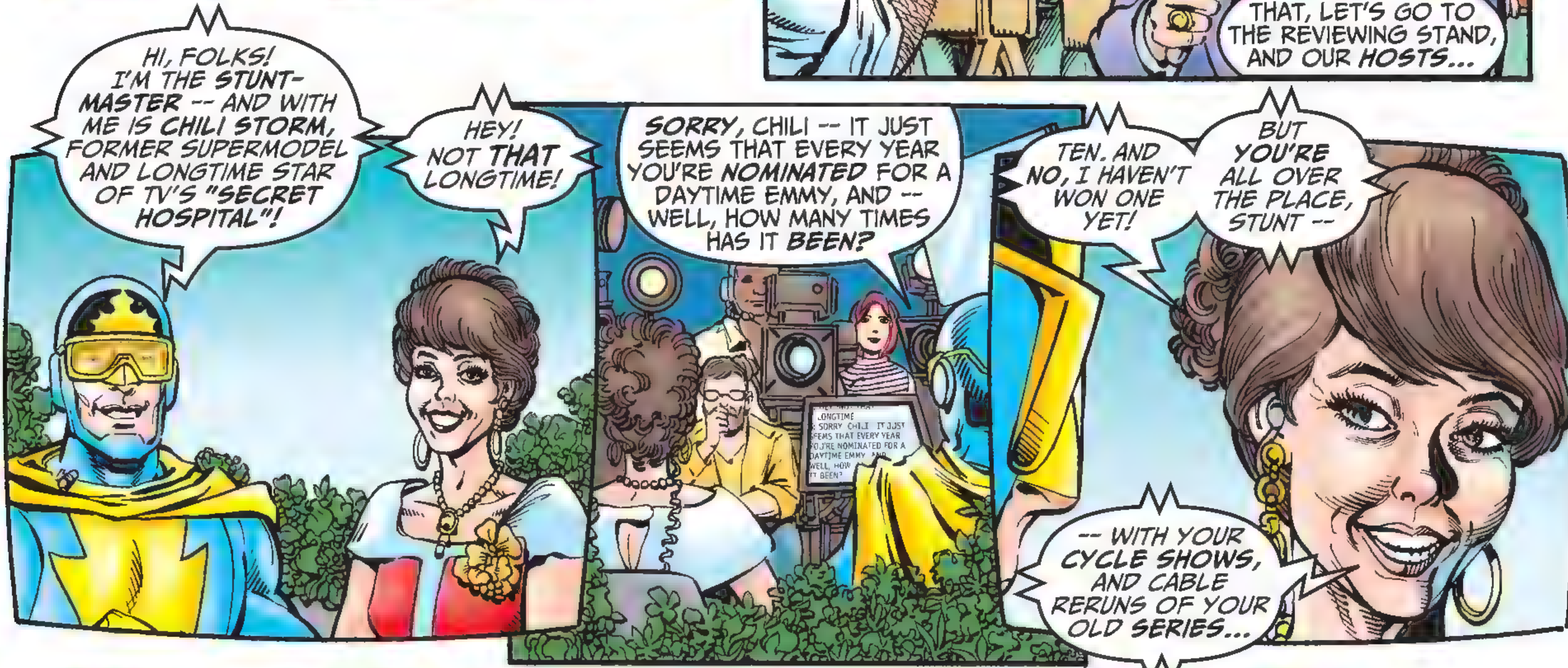
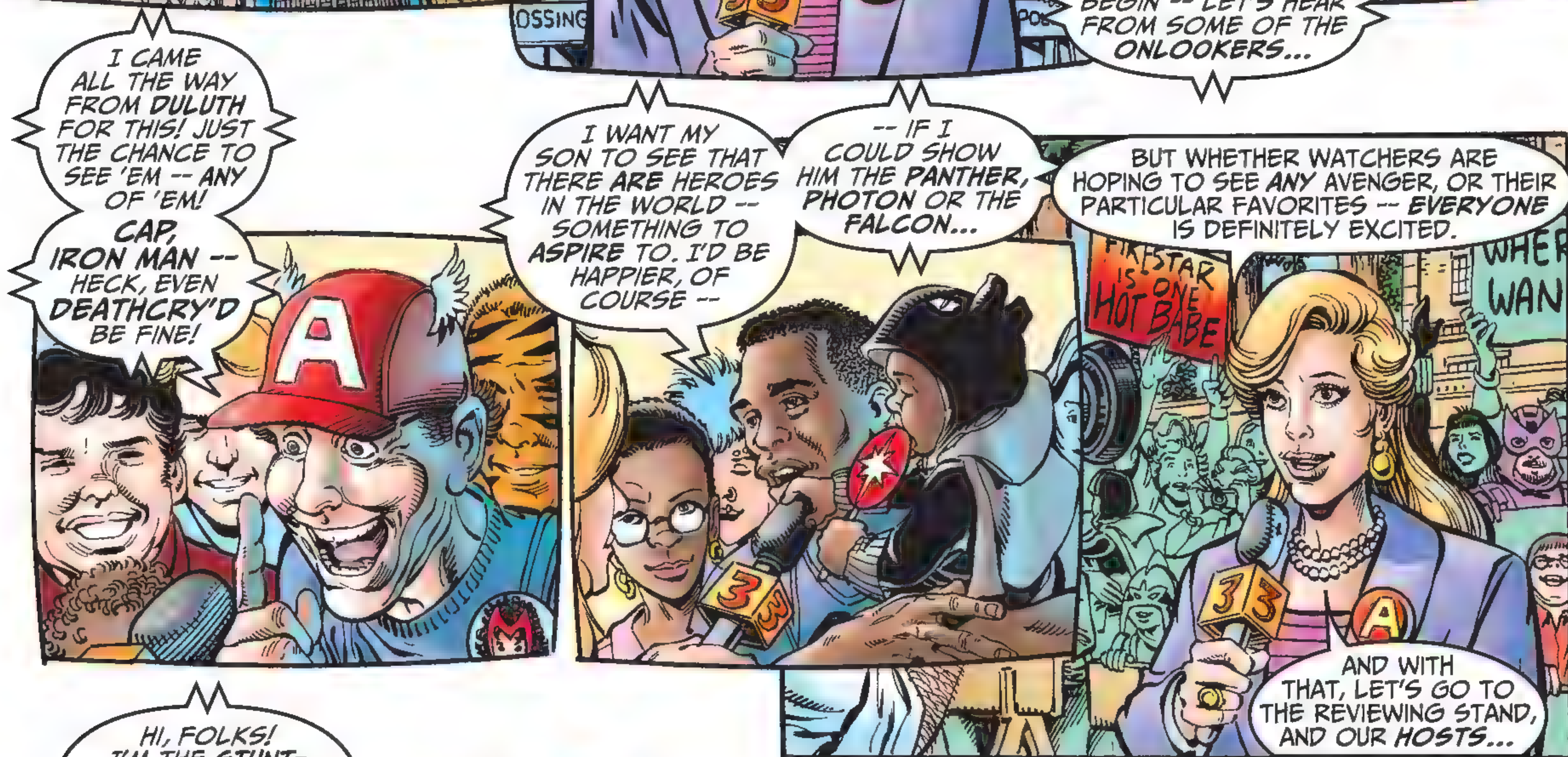
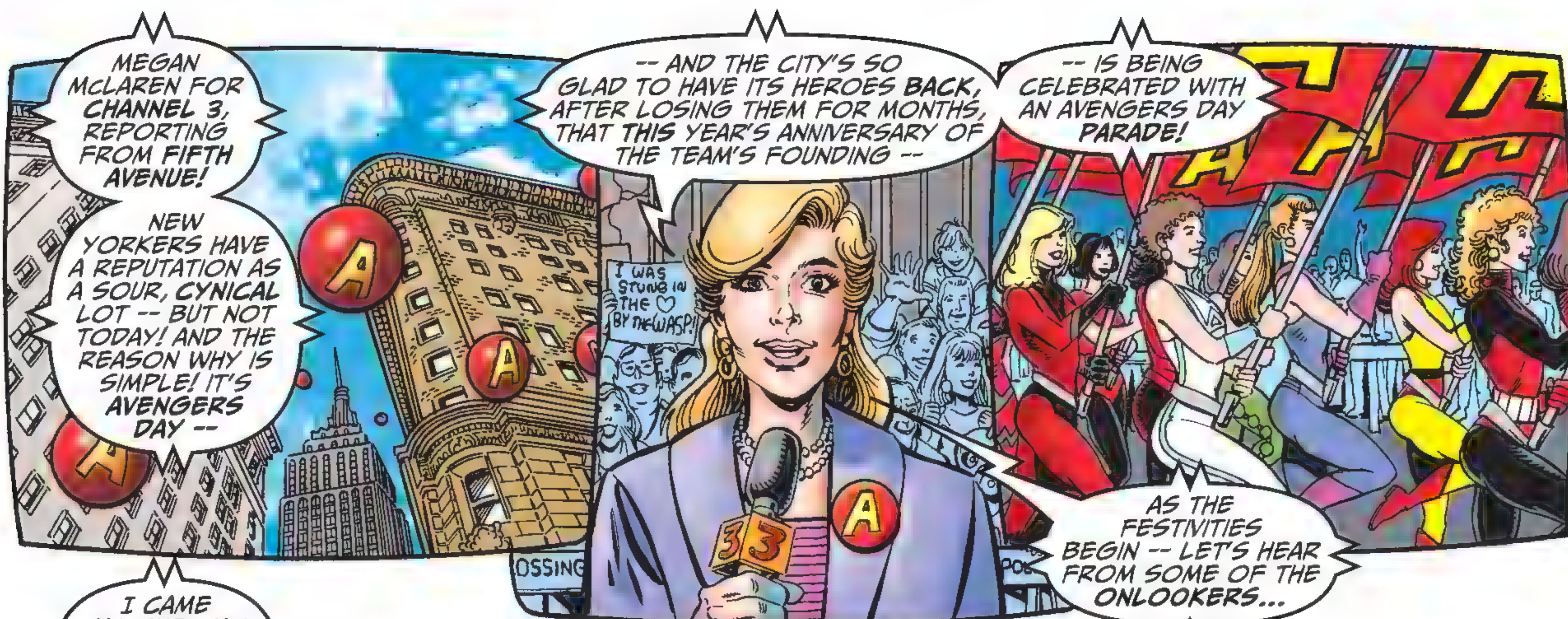
BUSIEK
PÉREZ
VEY

NEW YORK CITY SALUTES
EARTH'S MIGHTIEST HEROES

the AVENGERS

ANNIVERSARY CELEBRATION







--HERE THEY COME--!

STAN LEE

THIRTY-FIVE YEARS AGO,
STAN LEE, JACK KIRBY
AND DICK AYERS BROUGHT
US THE FIRST ISSUE OF
THE MIGHT AVENGERS --

-- AND BEGAN A RICH
AND STORIED TRADITION
OF HEROIC ADVENTURE!

KURT BUSIEK
INVINCIBLE WRITER

AVENGERS
RULE!

CAP
ROCKS!

GEORGE PEREZ
LIVING LEGEND

TODAY, THAT
TRADITION
CONTINUES,
AS WE MARK
THE OCCASION
WITH A LITTLE...

AL
VEY
INKS

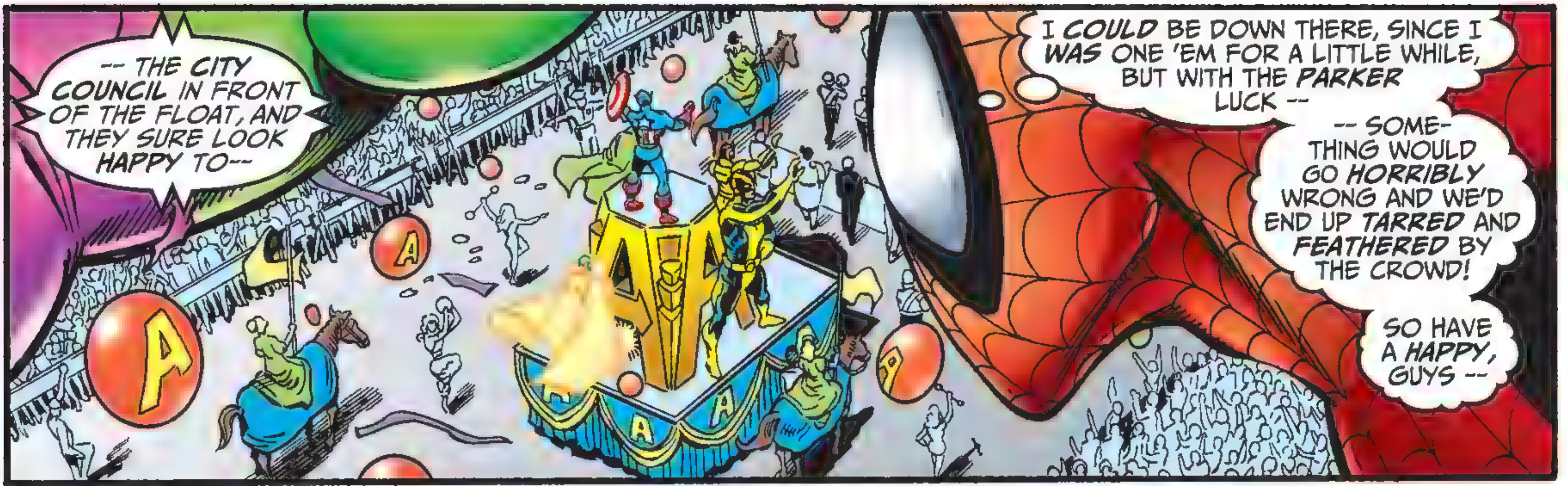
TOM
SMITH
COLORS

Rich
'n'CC's Dave
LETTERS

TOM
BREVOORT
EDITOR

BOB HARRAS
PRINCE OF POWER

Dom & Deodora



-- THE CITY COUNCIL IN FRONT OF THE FLOAT, AND THEY SURE LOOK HAPPY TO--

I COULD BE DOWN THERE, SINCE I WAS ONE 'EM FOR A LITTLE WHILE, BUT WITH THE PARKER LUCK --

-- SOMETHING WOULD GO HORRIBLY WRONG AND WE'D END UP TARRED AND FEATHERED BY THE CROWD!

SO HAVE A HAPPY, GUYS --



-- YOU'VE EARNED IT!

THIS IS A LITTLE... UNCOMFORTABLE, IRON MAN --

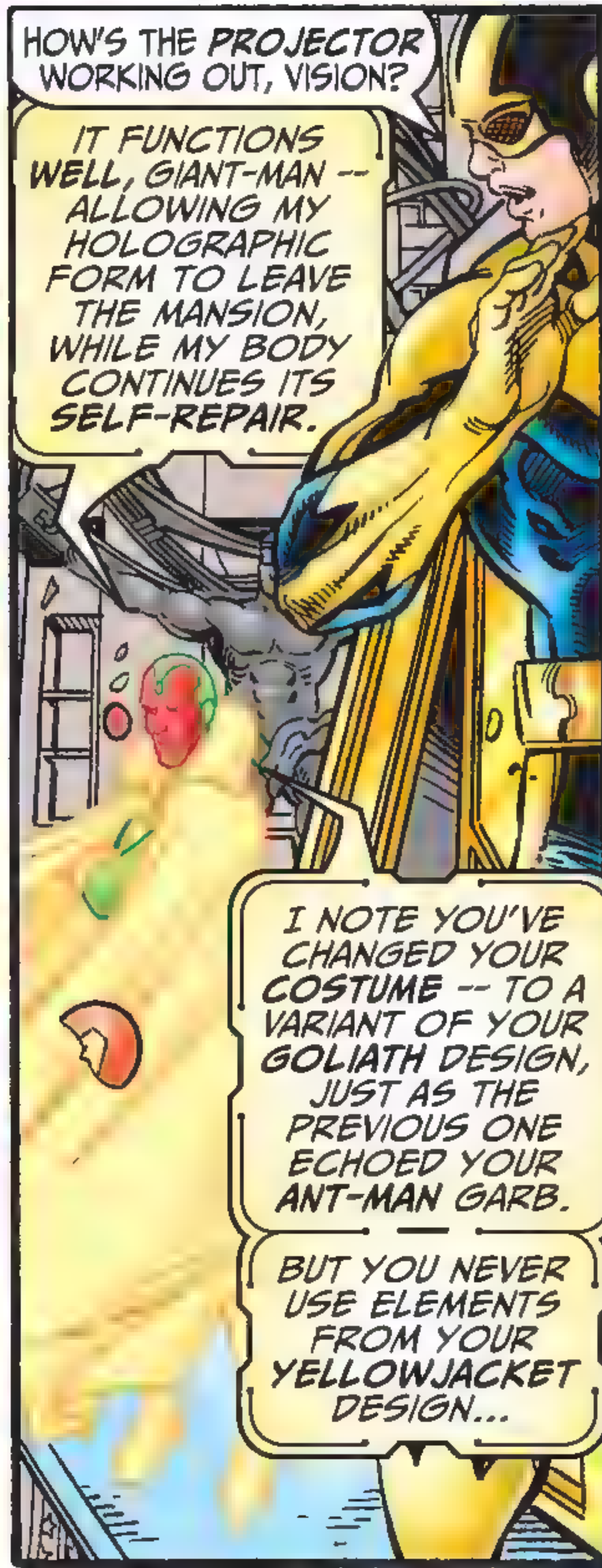
-- AFTER ALL THE "CAPMANIA" I'VE LIVED THROUGH RECENTLY, AND THE TROUBLE IT CAUSED.*

BUT SHOULD YOU EVEN BE HERE, CONSIDERING YOUR INJURIES? **

*IN CAPTAIN AMERICA #5-7.
**SUFFERED IN IRON MAN #8-10 -- TOM.



I'LL BE FINE, CAP -- IT'S JUST A PARADE. AND WITH ALL THE WORLD'S BEEN THROUGH RECENTLY, I DON'T KNOW THAT IT ISN'T MORE FOR THEM THAN US...



HOW'S THE PROJECTOR WORKING OUT, VISION?

IT FUNCTIONS WELL, GIANT-MAN -- ALLOWING MY HOLOGRAPHIC FORM TO LEAVE THE MANSION, WHILE MY BODY CONTINUES ITS SELF-REPAIR.

I NOTE YOU'VE CHANGED YOUR COSTUME -- TO A VARIANT OF YOUR GOLIATH DESIGN, JUST AS THE PREVIOUS ONE ECHOED YOUR ANT-MAN GARB.

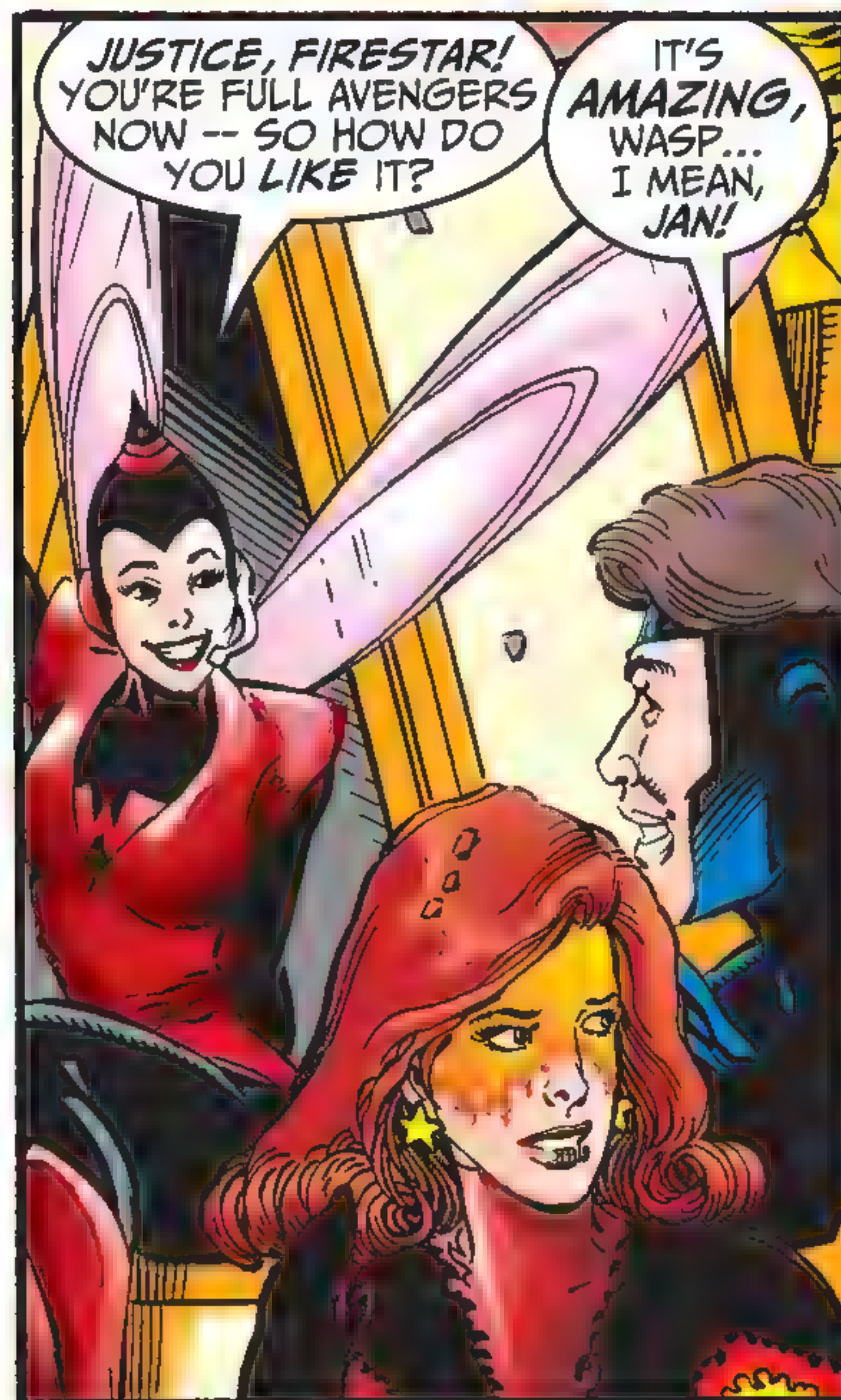
BUT YOU NEVER USE ELEMENTS FROM YOUR YELLOWJACKET DESIGN...



THERE'S A REASON FOR THAT, VISION.

I WAS MENTALLY ILL WHEN I "CREATED" YELLOWJACKET -- AND IT WAS IN THAT SUIT THAT I HIT JAN... STRUCK MY WIFE. SHE MAY'VE FORGIVEN THAT...

...BUT I HAVEN'T. YELLOWJACKET'S DEAD -- AND I WANT HIM TO STAY BURIED.



JUSTICE, FIRESTAR! YOU'RE FULL AVENGERS NOW -- SO HOW DO YOU LIKE IT?

IT'S AMAZING, WASP... I MEAN, JAN!



I MEAN, I'M PROUD TO HAVE BEEN ONE OF THE NEW WARRIORS, AND I THINK WE ACCOMPLISHED A LOT OF GOOD, BUT THIS IS SO -- SO --



OVERSTATED, MAYBE? AND WHAT ABOUT YOU, FIRESTAR?

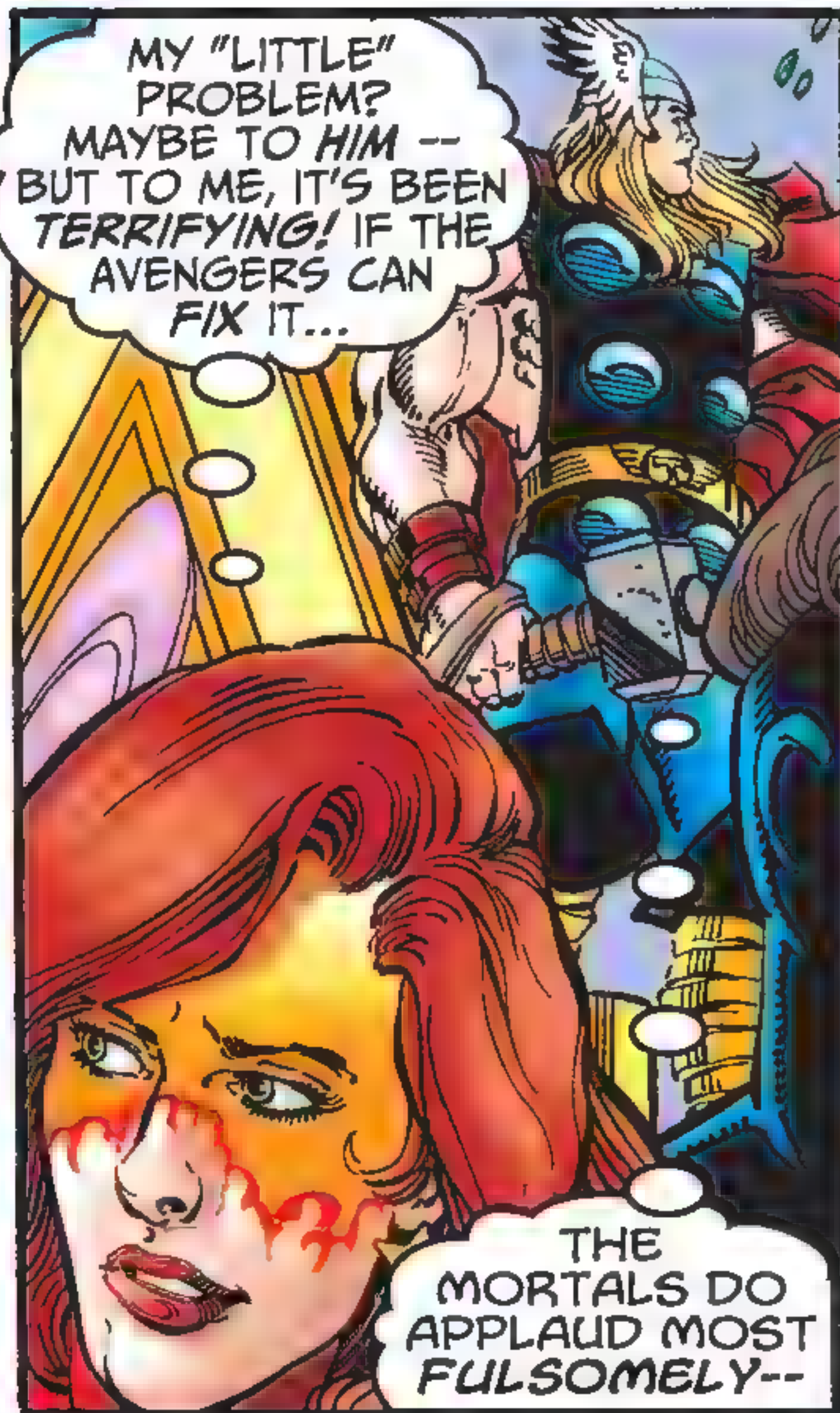
IT'S... OKAY, I GUESS. IT'S FINE.



SAY, FIRESTAR, WANDA TOLD ME ABOUT YOUR LITTLE **PROBLEM** -- HOW YOUR POWER ENDANGERS YOUR **HEALTH** AT HIGH LEVELS. IF YOU'D LIKE, I COULD RUN SOME **TESTS...** SEE WHAT I CAN DO.

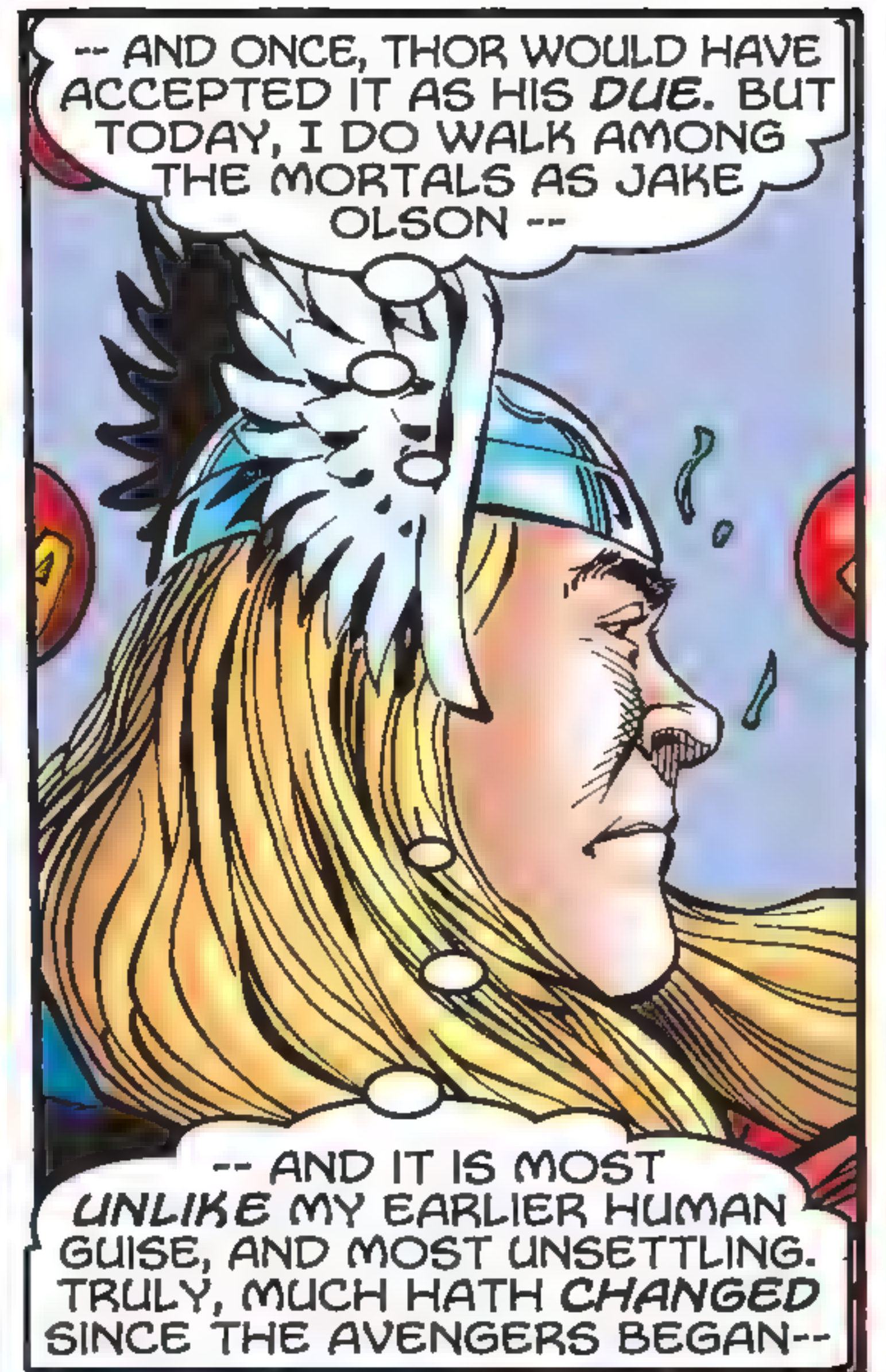
I -- I -- YES, I'D LIKE THAT!

GREAT -- WE'LL START IN A DAY OR TWO, THEN.



MY "LITTLE" **PROBLEM?** MAYBE TO HIM -- BUT TO ME, IT'S BEEN **TERRIFYING!** IF THE **AVENGERS** CAN **FIX IT...**

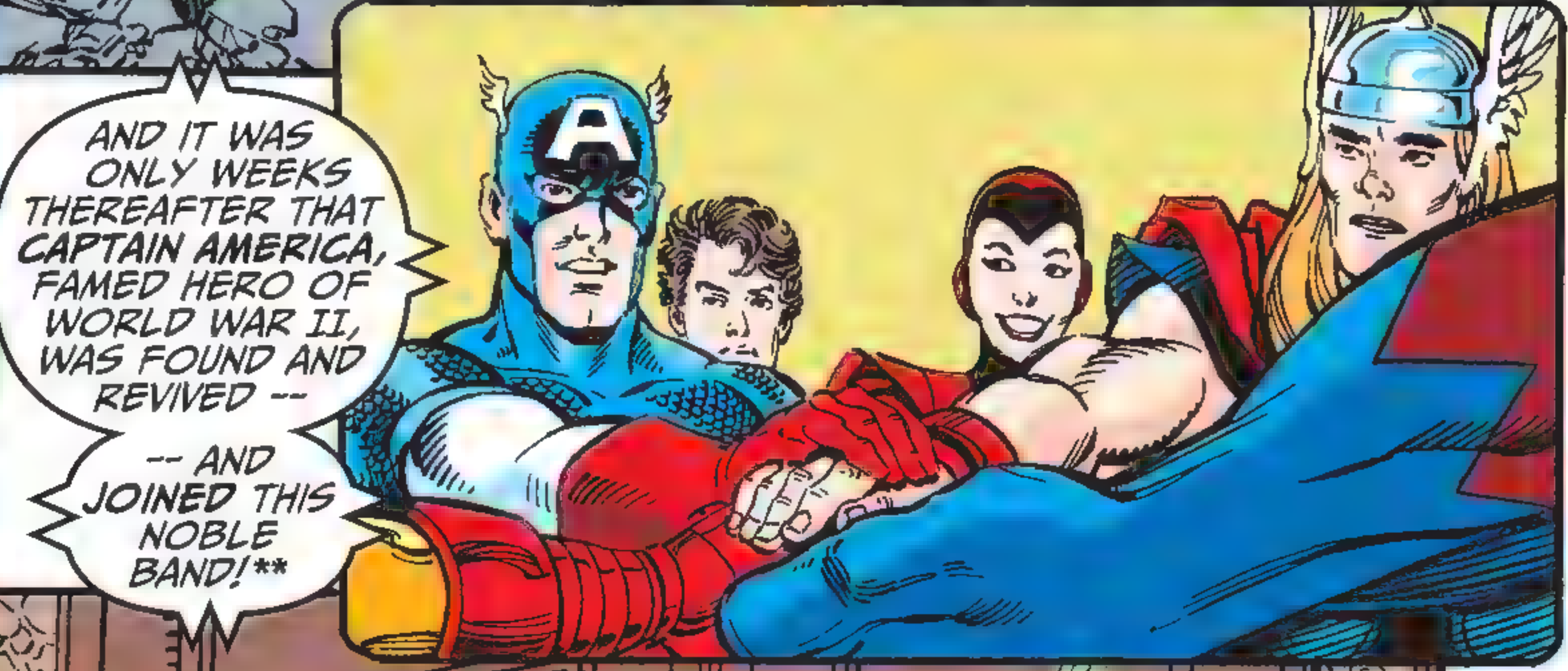
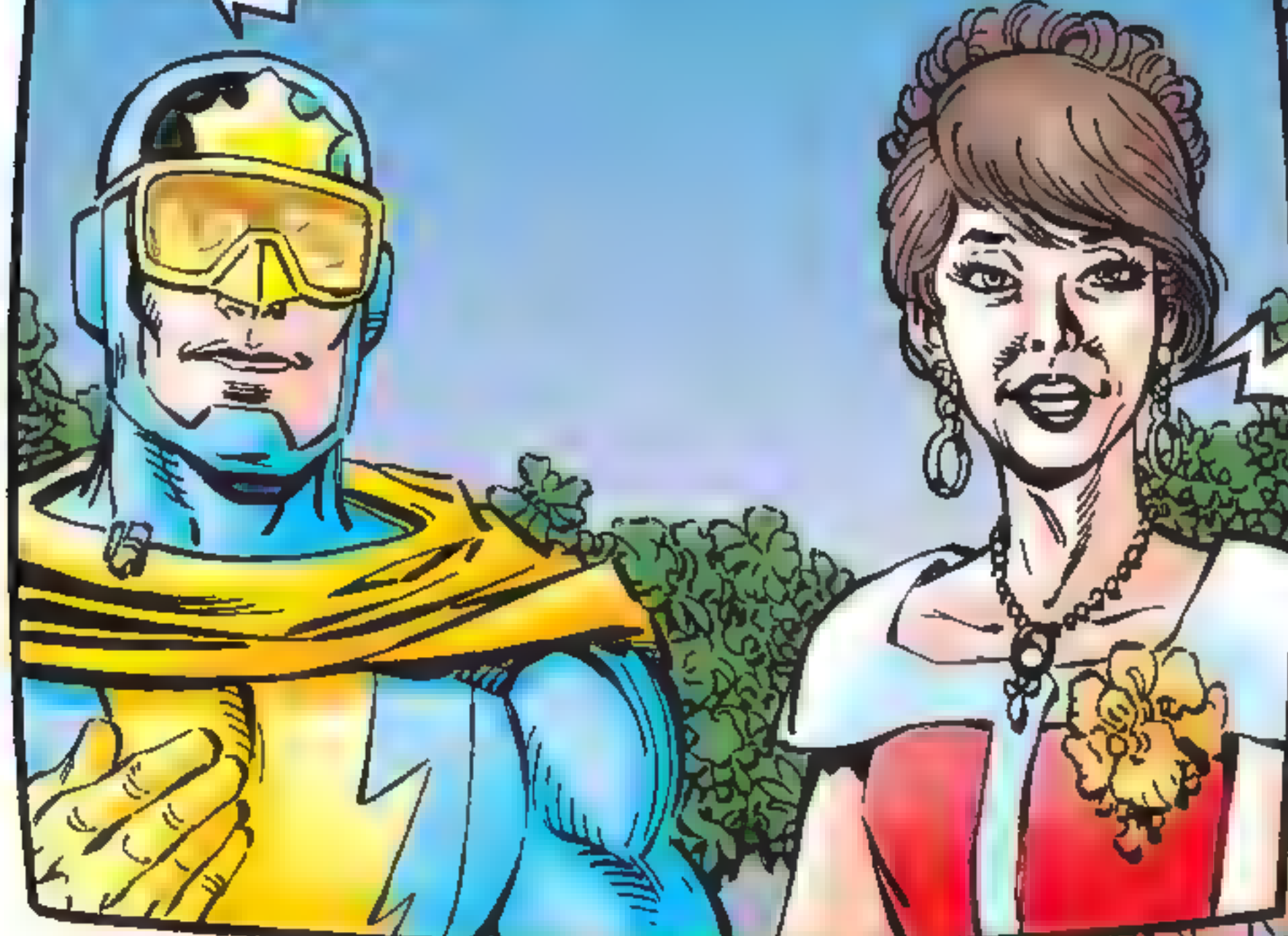
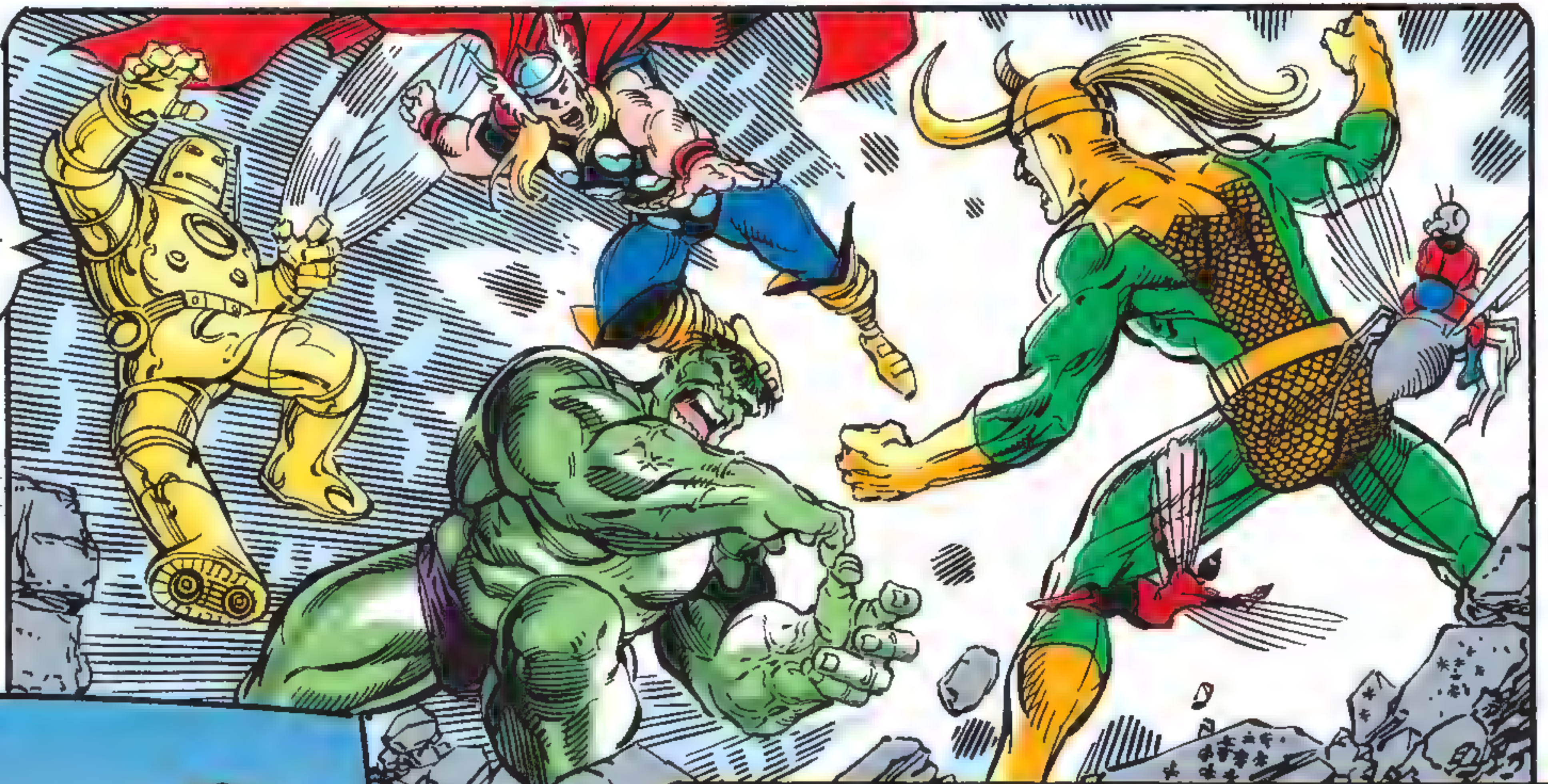
THE **MORTALS** DO **APPLAUD** MOST **FULSOMELY--**



-- AND ONCE, THOR WOULD HAVE **ACCEPTED** IT AS HIS **DUE**. BUT TODAY, I DO **WALK** AMONG THE **MORTALS** AS **JAKE OLSON** --

-- AND IT IS MOST **UNLIKE** MY EARLIER **HUMAN** **GUISE**, AND MOST **UNSETTLING**. **TRULY**, MUCH **HATH** **CHANGED** SINCE THE **AVENGERS** **BEGAN--**

THE **MENACE** OF THE **SELF-STYLED** "GOD OF **EVIL**," **LOKI**. THAT'S WHAT **BROUGHT** THE **AVENGERS** **TOGETHER**, YEARS **AGO**. THAT'S WHEN **IRON MAN**, **THOR**, THE **HULK**, THE **WASP** AND **ANT-MAN** **FIRST** **CAME** **TOGETHER.*** AND THEY **STAYED** **TOGETHER** -- -- EVEN WHEN THAT **EPIC** **BATTLE** WAS **COMPLETED**.



AND IT WAS **ONLY** **WEEKS** **THEREAFTER** THAT **CAPTAIN AMERICA**, **FAMED** **HERO** OF **WORLD WAR II**, WAS **FOUND** AND **REVIVED** --

-- AND **JOINED** THIS **NOBLE** **BAND!****

CAP IS **THOUGHT** **BY** **MANY** **TO** **BE** **THE** **LAST** **OF** **THE** "ORIGINAL **AVENGERS**" -- -- **MAKING** **THE** **SCARLET** **WITCH**, **QUICKSILVER** AND **HAWKEYE**, **TYRO** **HEROES** **UNDER** **CAP'S** **COMMAND** **AFTER** **THE** **OTHER** **FOUNDERS** **LEFT** -- -- **THE** **FIRST** **MAJOR** **ROSTER** **CHANGE** **FOR** **THE** **GROUP.***** **THE** **FIRST**, **PERHAPS** --



*IN VOL. 1 #1
**IN VOL. 1 #4
***IN VOL. 1 #16
-- CLASSICS ALL!
-- TOM

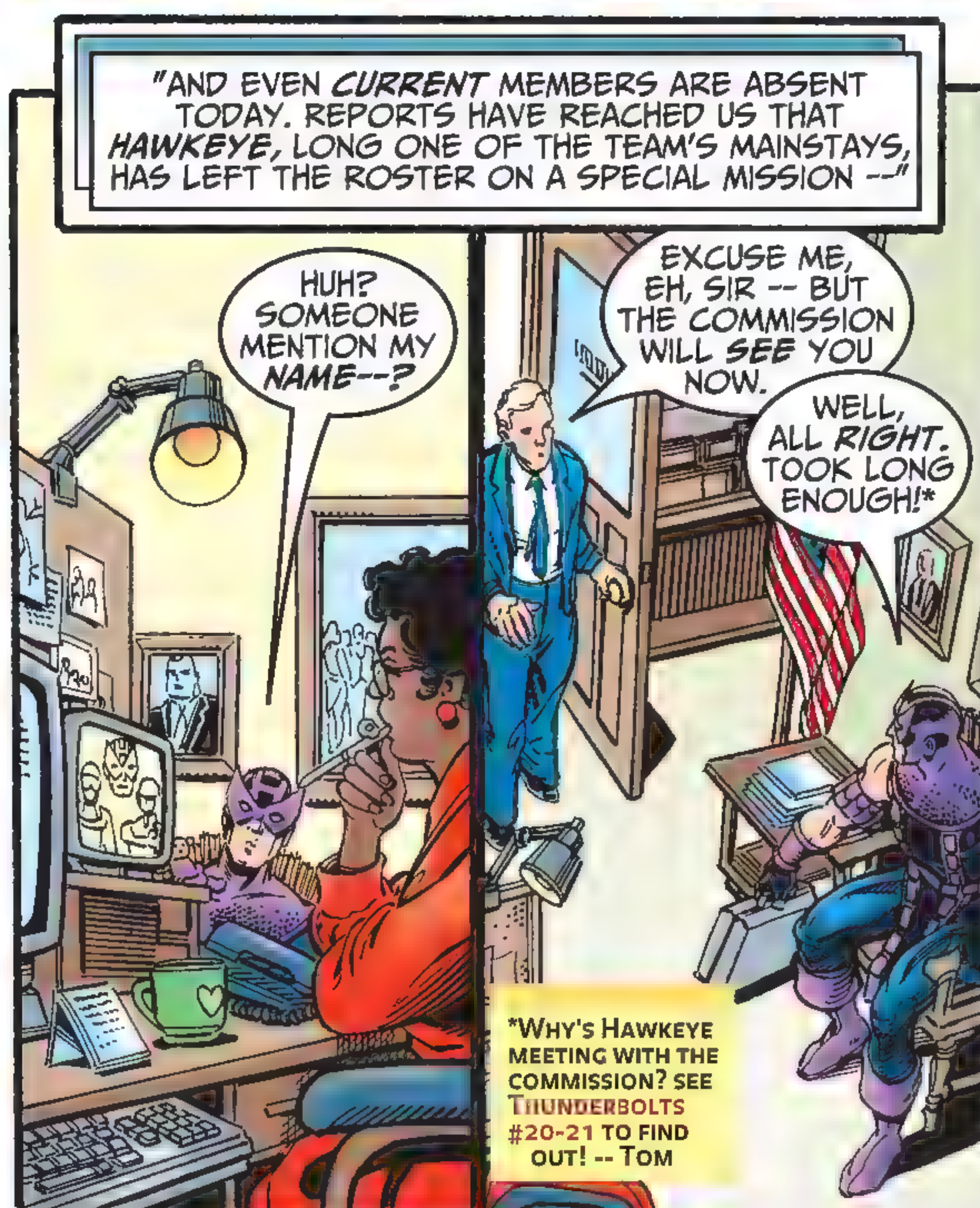
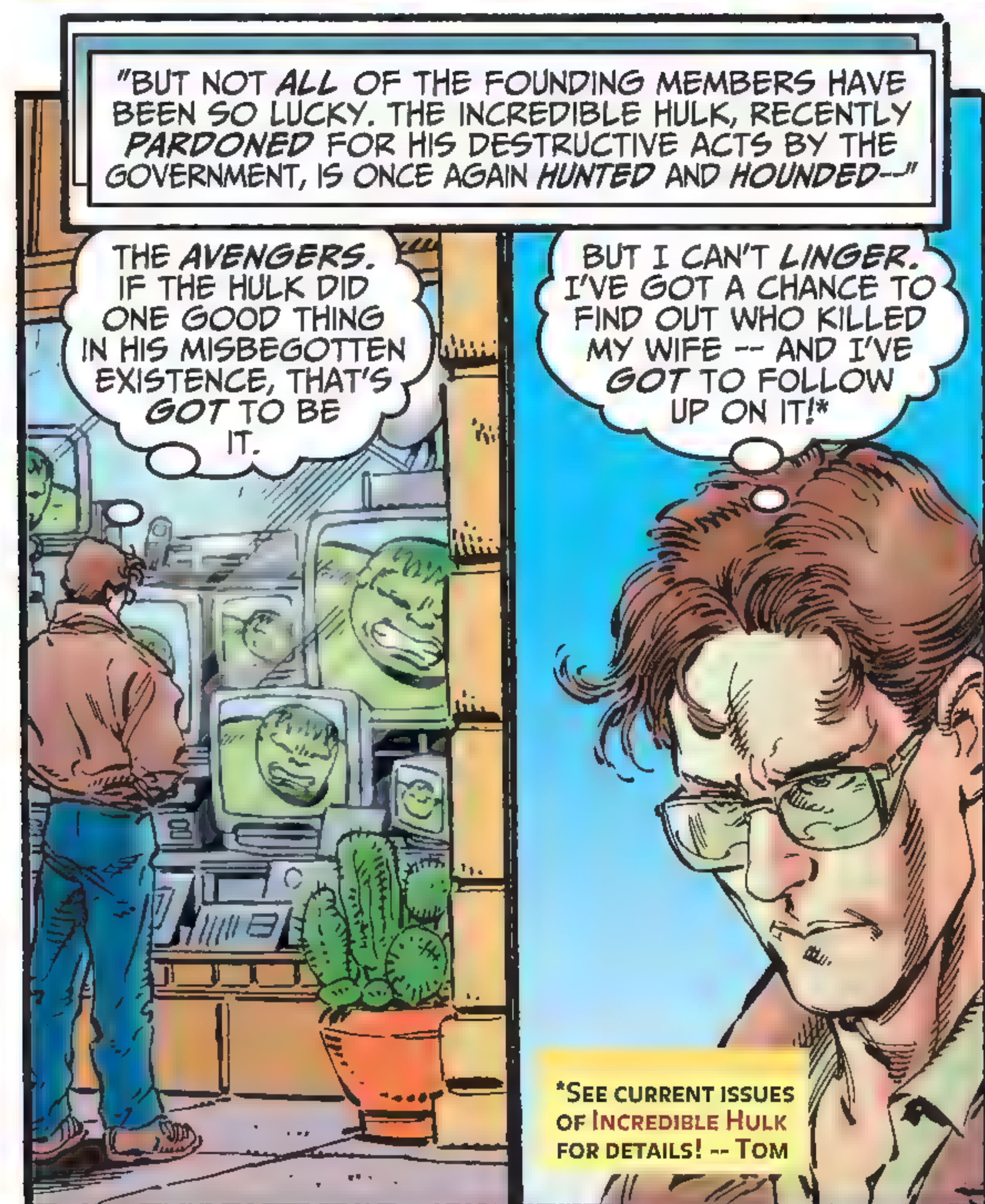
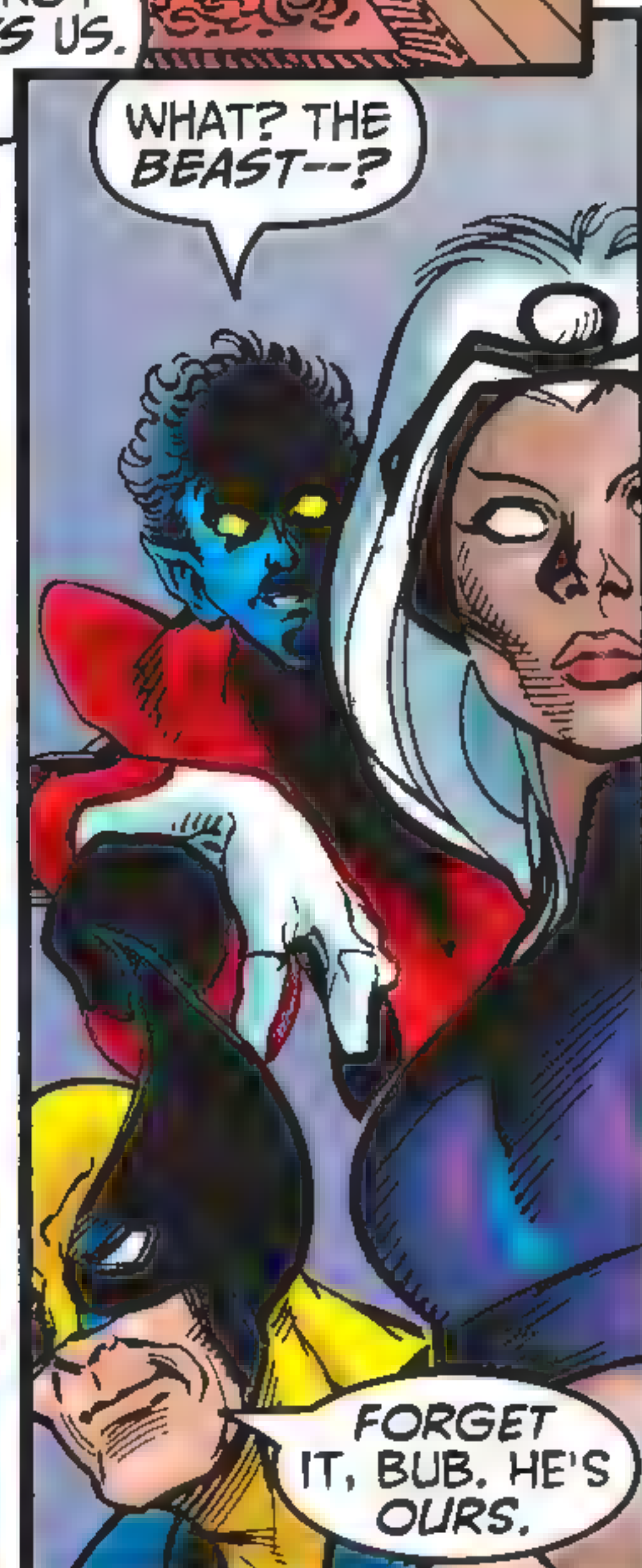
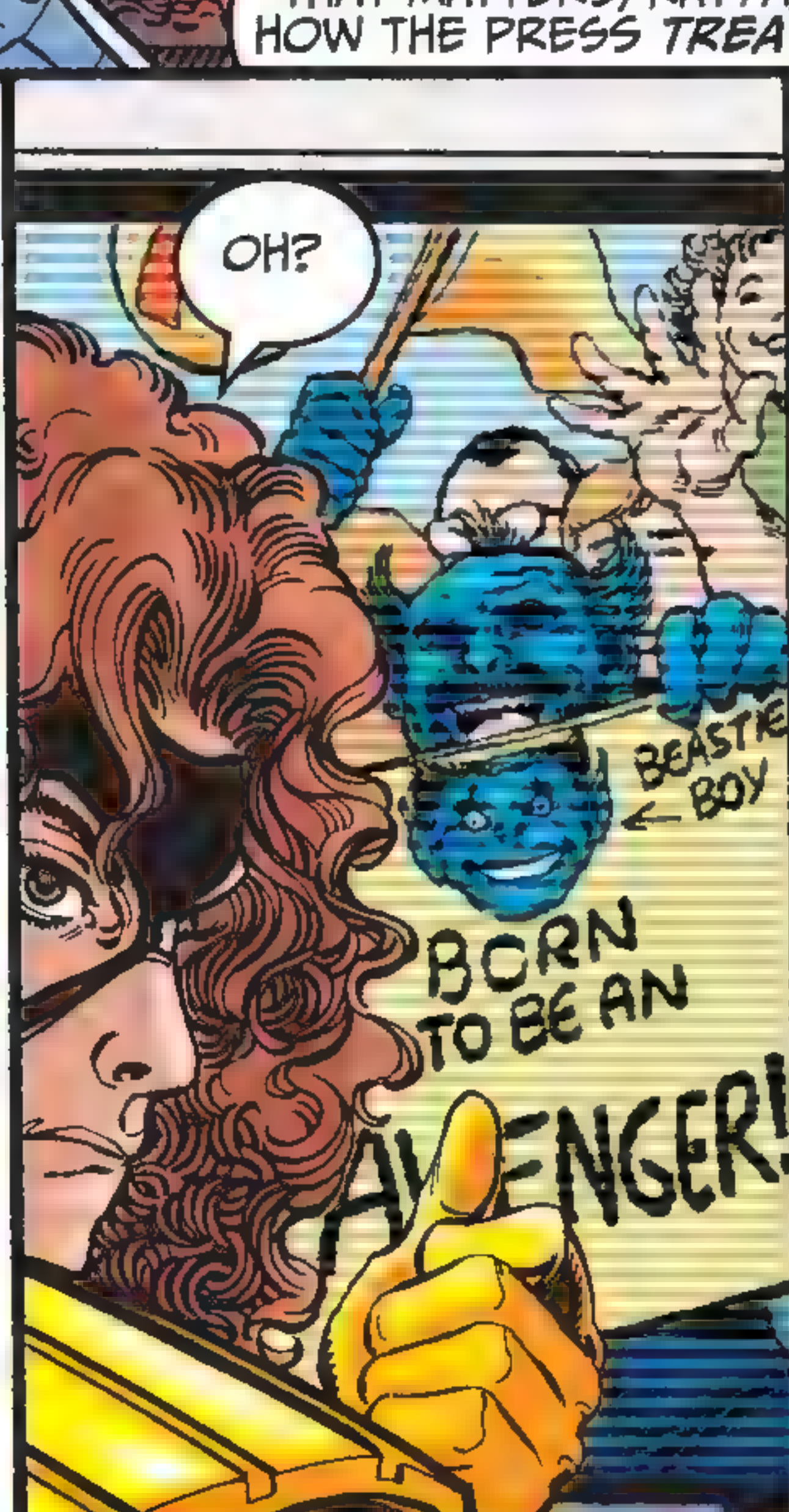
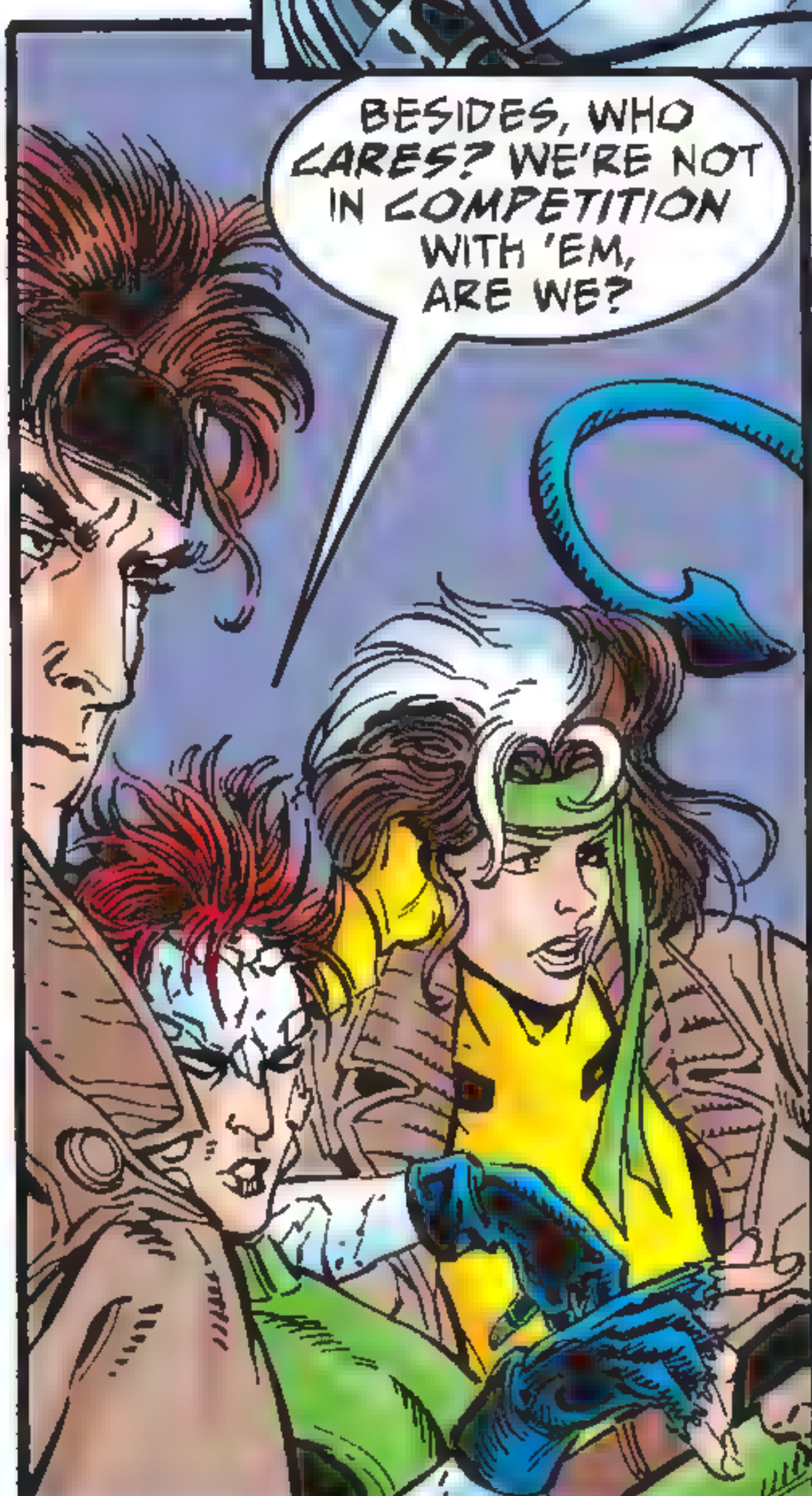
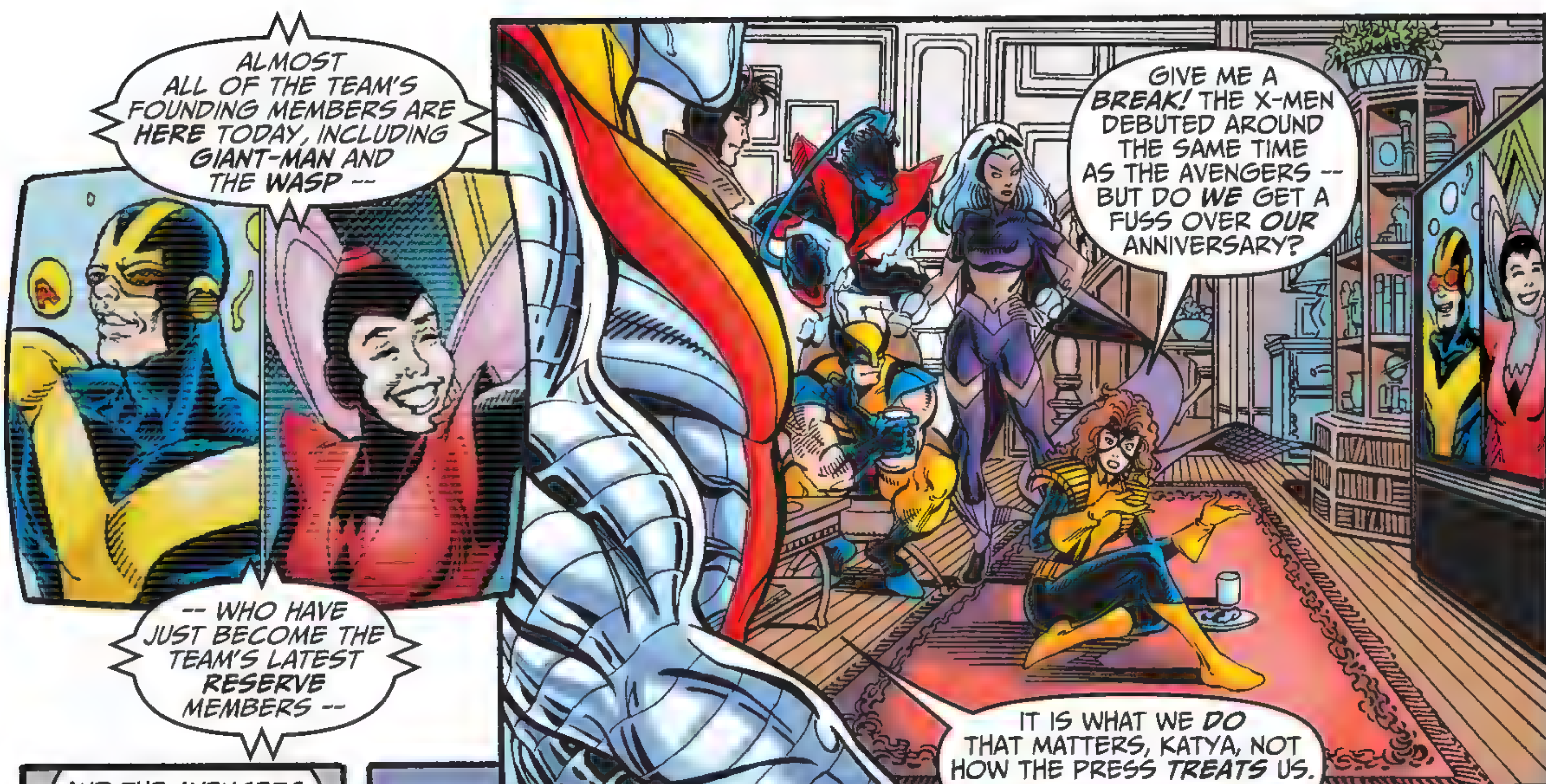


-- BUT
BY NO
MEANS THE
LAST!

OVER THE
YEARS, THE
AVENGERS HAVE
COUNTED AMONG
THEIR NUMBER
HEROES FROM
ALL WALKS OF
LIFE --

-- FROM "THE
GIRL NEXT DOOR" TO
MONARCHS OF OTHER
LANDS -- AND EVEN
STALWARTS FROM THE
FUTURE, OR FROM
OUTER SPACE.

AND THROUGH
IT ALL, THE TEAM
HAS TRULY EARNED
THE SOBRIQUET OF
"EARTH'S MIGHTIEST
HEROES"!



-- BUT THERE HAS BEEN NO WORD ON WHY WANDA MAXIMOFF, THE SCARLET WITCH, IS NOT HERE --

-- OR JUST WHAT THE STATUS OF WONDER MAN, THE LONG-THOUGHT-DEAD HERO WHO HAS BEEN SIGHTED WITH THE TEAM RECENTLY, IS AT PRESENT.

WHISPER HILL.

I'D READ THAT THIS ENTIRE ESTATE WAS DESTROYED -- AT LEAST TWICE. BUT HERE IT STANDS, IN PERFECT SHAPE --

-- AND LOOKING AS IF NOT A SINGLE BOARD HAS BEEN REPLACED SINCE IT WAS BUILT OVER TWO HUNDRED YEARS AGO.

STILL, I SHOULDN'T BE SURPRISED. NOT WHEN I'VE SEEN WHISPER HILL'S OWNER BURNED AT THE STAKE BEFORE MY VERY EYES --

-- ONLY TO RETURN MONTHS LATER, IN PERFECT HEALTH AND WITHOUT EXPLANATION.

I SUPPOSE I SHOULD GET USED TO THINGS LIKE THAT --

-- BUT I DON'T THINK I'LL EVER TAKE ANYTHING FOR GRANTED WHERE AGATHA HARKNESS IS CONCERNED.

SHE WAS THE ONE WHO TUTORED ME, WHEN I FIRST BEGAN TO STUDY TRUE MAGIC -- AND I HOPE SHE'S HOME TODAY --

-- BECAUSE I DESPERATELY NEED HER H--

--EH? THE DOOR -- OPENING BY ITSELF?

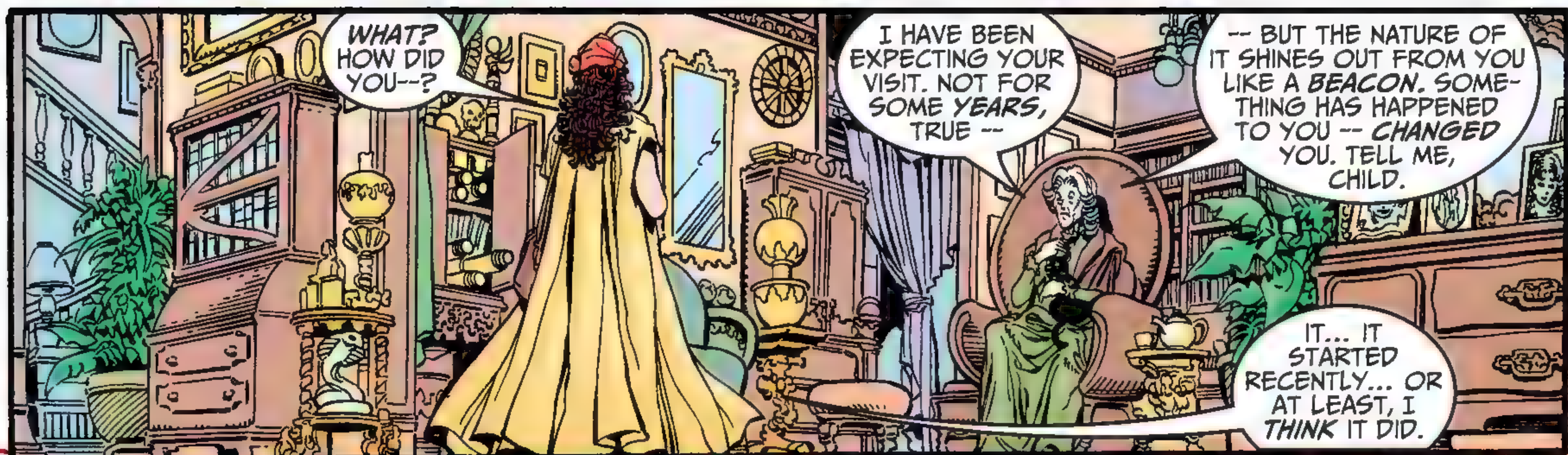
EBONY?

Prrt?

AH -- YOU ARE HOME!

YOU LOOK GOOD INDEED, MY FORMER PUPIL. MORE -- ATTUNED TO NATURE, I THINK.

BUT IT IS YOUR POWERS YOU HAVE COME TO ME ABOUT, IS IT NOT?



WHAT?
HOW DID
YOU--?

I HAVE BEEN
EXPECTING YOUR
VISIT. NOT FOR
SOME YEARS,
TRUE --

-- BUT THE NATURE OF
IT SHINES OUT FROM YOU
LIKE A BEACON. SOME-
THING HAS HAPPENED
TO YOU -- CHANGED
YOU. TELL ME,
CHILD.

IT... IT
STARTED
RECENTLY... OR
AT LEAST, I
THINK IT DID.

"IT WAS WHEN MORGAN LE FAY
BATTLED THE AVENGERS. SHE
KIDNAPPED ME, AND SUFFUSED ME
WITH HER MAGICKAL ENERGIES --

"-- TO USE ME AS A BRIDGE
BETWEEN HER MAGIC AND THE
REALITY-SHAPING POWER OF THE
ASGARDIAN TWILIGHT SWORD.

"BUT AFTER SHE WAS DONE
WITH ME, HER POWER STAYED
WITHIN ME, AND I WAS ABLE TO
USE IT TO SEND OUT A CALL--

"--TO REASSEMBLE
THE AVENGERS. AND
EVEN AFTER MORGAN'S
DEFEAT, IT PERSISTED --

"-- I WAS ABLE TO SENSE THE
DISTORTION OF THE SQUADRON
SUPREME'S NATURES WHEN THEY WERE
CONTROLLED BY THE CORRUPTOR --

"-- AND TO TAP INTO THE
POWER OF THE EARTH
ITSELF, TO BLOCK THE
SEISMIC POWER OF
MOSES MAGNUM.*

BUT
ALL OF THAT
HAS BEEN
TRANSITORY --
MOMENTS THAT
HAVE COME
AND GONE.

THE
STRANGEST
THING I'VE BEEN
DEALING WITH,
ALL THROUGH
THIS --

*ALL THIS HAPPENED IN
AVENGERS VOL. 3 #1,
#2, #6 & #9 -- TOM.

M

"-- IS THE ABILITY TO BRING *SIMON WILLIAMS* -- WONDER MAN -- BACK FROM THE DEAD!*

"SIMON DIED MONTHS AGO, IN BATTLE WITH THE ALIEN *KREE*. BUT SOMEHOW, WHEN I MADE THAT *MYSTIC CALL* FROM MORGAN'S DUNGEON --

"-- I MANAGED TO -- I DON'T KNOW, *REACH* HIM SOMEHOW -- AND BRING HIM BACK. HE SAID HE WAS *WAITING*, BETWEEN LIFE AND DEATH --"

SO WHAT WAS IT -- WHAT LET YOU *HANG ON* SO LONG LIKE THAT?

IT'S... IT'S NOT REALLY IMPORTANT.

"HE COULDN'T -- OR WOULDN'T -- SAY WHY --

"-- AND ONCE WE MADE IT BACK TO AVENGERS MANSION, TONY STARK AND HANK PYM RAN A *BATTERY OF TESTS* LOOKING FOR A REASON --

"-- BUT *THEY* WERE UNABLE TO FIND OUT HOW I COULD DO THIS EITHER.

"STILL, I *COULD* -- AND THE MORE I'VE SUMMONED HIM, THE MORE *DISTURBING* IT'S GROWN. FIRST, HE'D ONLY APPEAR WHEN I *CALLED* FOR HIM --

"-- BUT THEN, HE BEGAN TO APPEAR IF I SUBCONSCIOUSLY *WISHED* HE WERE THERE --

-- AND MOST RECENTLY, HE EVEN MANIFESTED WHEN I WAS *UNCONSCIOUS* -- UTTERLY UNABLE TO CALL HIM!

THEY ACTUALLY TRIED TO FIND A *SCIENTIFIC* ANSWER? HOW... MORTAL.

WELL, THEY --

IT IS A GOOD THING YOU HAVE *COME* TO ME.

MORGAN'S MAGICKS ARE NO LONGER *WITHIN* YOU --

-- BUT THEY HAVE CAUSED YOUR OWN POWER TO *MATURE* BEFORE ITS TIME.

AND UNLESS YOU LEARN TO *UNDERSTAND* IT, AND SUBSUME IT WITHIN YOU, THE RESULTS COULD BE *DISASTROUS*.

ALREADY, THE BOUNDARIES BETWEEN REALMS GROW DANGEROUSLY *THIN*...!

*FIRST MANIFESTED IN #2 -- AND IN EVERY ISSUE SINCE -- TOM.

AND THEN, THERE ARE THE VILLAINS...

THE AVENGERS HAVE GONE UP AGAINST A VIRTUAL WHO'S WHO OF THE MOST POWERFUL AND DANGEROUS BEINGS THE UNIVERSE HAS TO OFFER --

-- BUT NONE OF THEM HAVE BEEN ABLE TO PUT THE AVENGERS DOWN FOR THE COUNT!

AND THEN, THERE ARE THE VILLAINS...

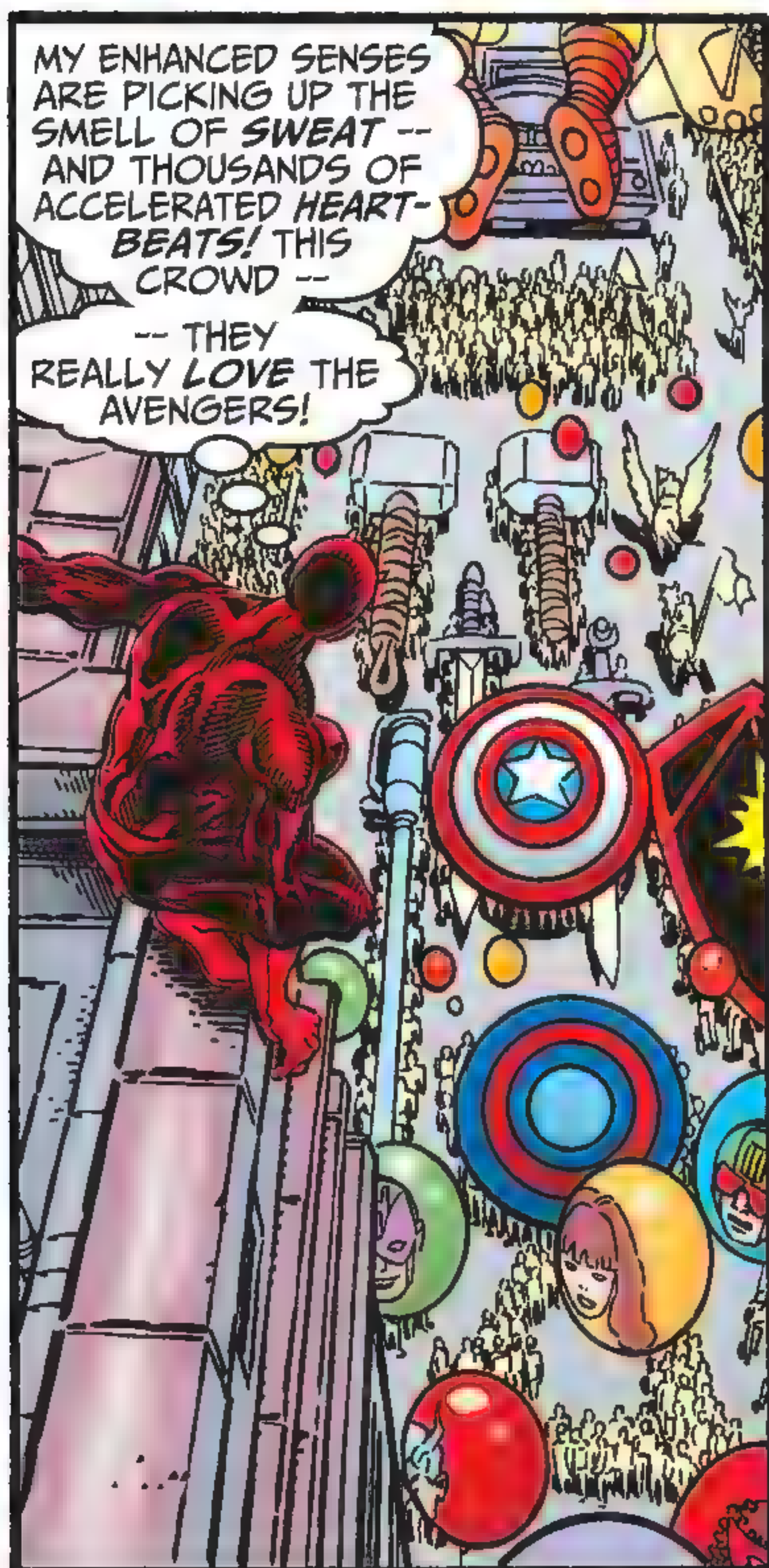
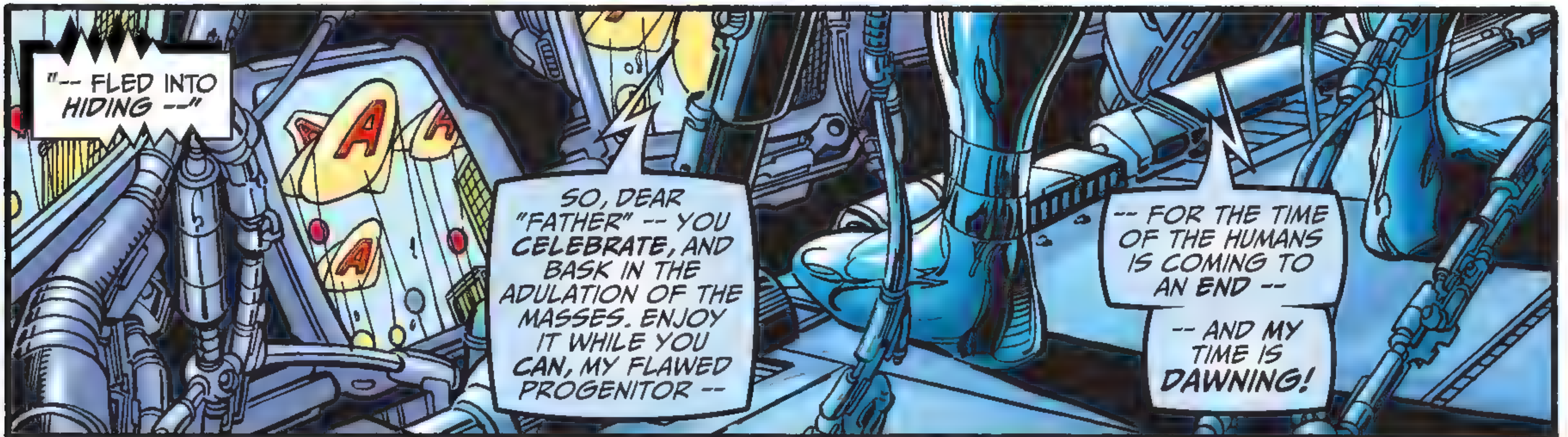
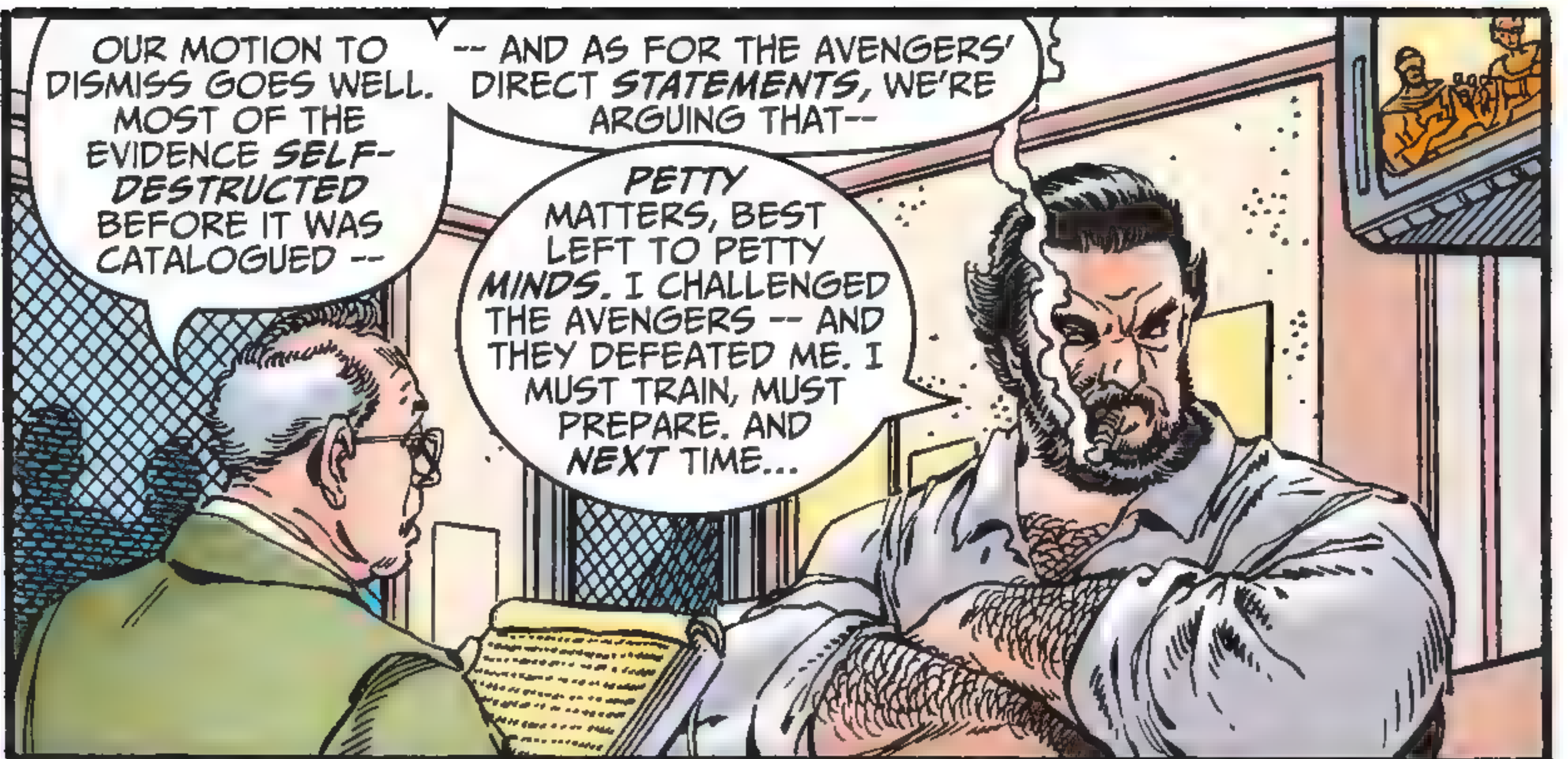
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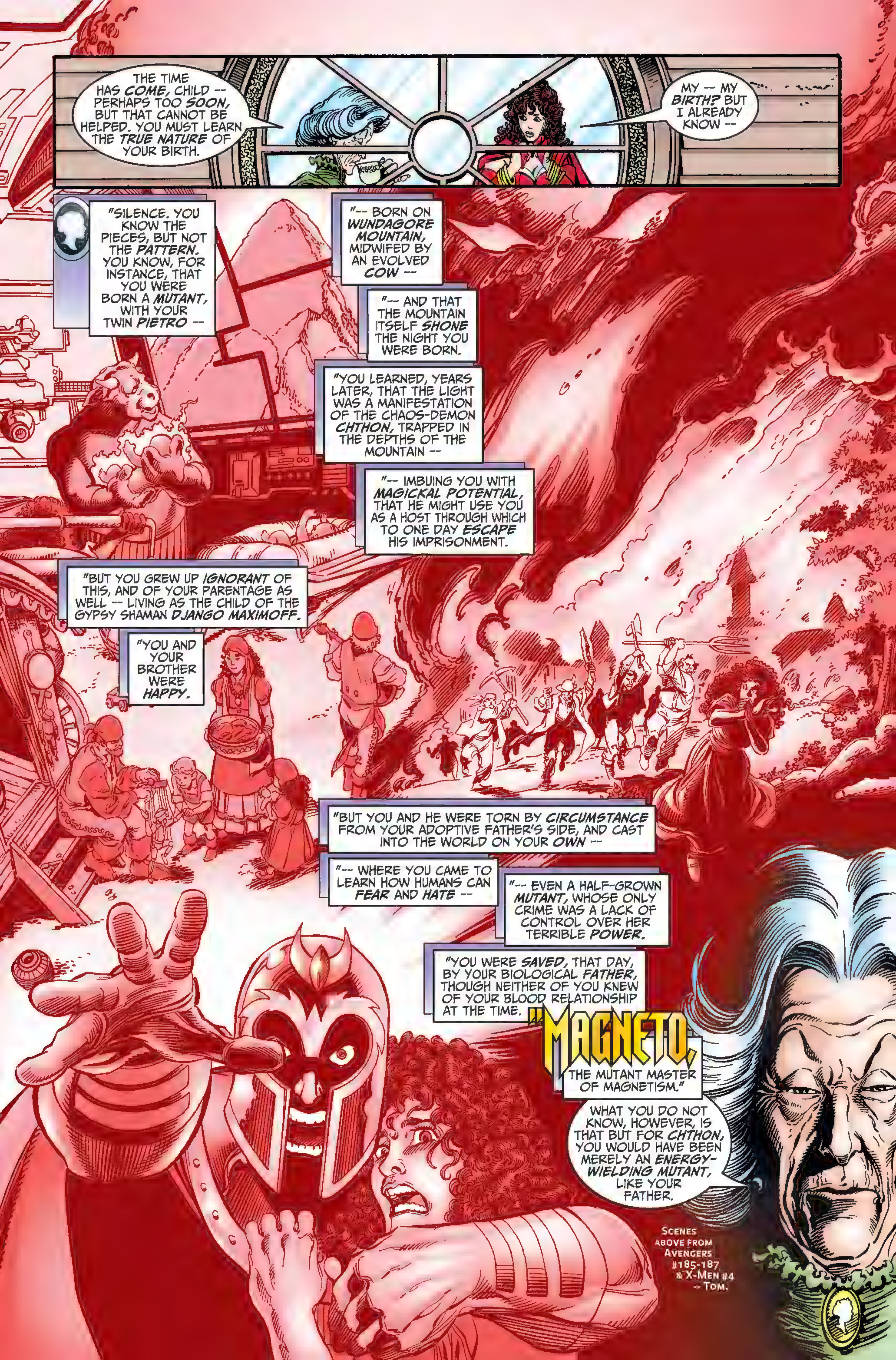
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-- BUT NONE OF THEM HAVE BEEN ABLE TO PUT THE AVENGERS DOWN FOR THE COUNT!





THE TIME HAS *COME*, CHILD -- PERHAPS TOO *SOON*, BUT THAT CANNOT BE HELPED. YOU MUST LEARN THE *TRUE NATURE* OF YOUR BIRTH.

MY -- MY BIRTH? BUT I ALREADY KNOW --

"SILENCE. YOU KNOW THE PIECES, BUT NOT THE *PATTERN*. YOU KNOW, FOR INSTANCE, THAT YOU WERE BORN A *MUTANT*, WITH YOUR TWIN *PIETRO* --

"-- BORN ON *WUNDAGORE MOUNTAIN*, MIDWIFED BY AN EVOLVED *COW* --

"-- AND THAT THE MOUNTAIN ITSELF *SHONE* THE NIGHT YOU WERE BORN.

"YOU LEARNED, YEARS LATER, THAT THE LIGHT WAS A MANIFESTATION OF THE CHAOS-DEMON *CHTHON*, TRAPPED IN THE DEPTHS OF THE MOUNTAIN --

"-- IMBUING YOU WITH *MAGICKAL POTENTIAL*, THAT HE MIGHT USE YOU AS A HOST THROUGH WHICH TO ONE DAY *ESCAPE* HIS IMPRISONMENT.

"BUT YOU GREW UP *IGNORANT* OF THIS, AND OF YOUR PARENTAGE AS WELL -- LIVING AS THE CHILD OF THE GYPSY SHAMAN *DJANGO MAXIMOFF*.

"YOU AND YOUR BROTHER WERE *HAPPY*.

"BUT YOU AND HE WERE TORN BY *CIRCUMSTANCE* FROM YOUR ADOPTIVE FATHER'S SIDE, AND CAST INTO THE WORLD ON YOUR OWN --

"-- WHERE YOU CAME TO LEARN HOW HUMANS CAN *FEAR* AND *HATE* --

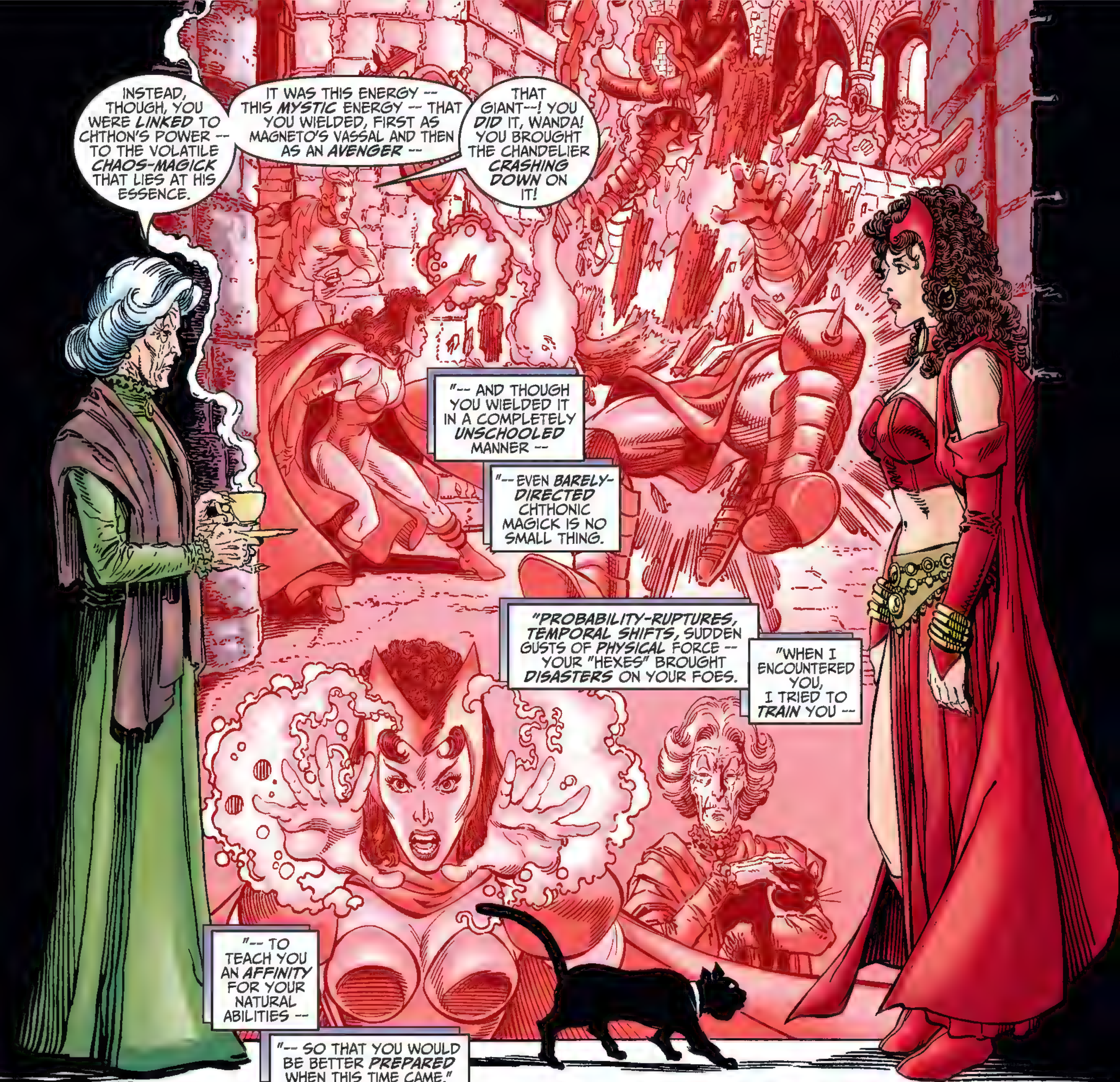
"-- EVEN A HALF-GROWN *MUTANT*, WHOSE ONLY CRIME WAS A LACK OF CONTROL OVER HER TERRIBLE *POWER*.

"YOU WERE *SAVED*, THAT DAY, BY YOUR BIOLOGICAL FATHER, THOUGH NEITHER OF YOU KNEW OF YOUR BLOOD RELATIONSHIP AT THE TIME.

MAGNETO.
THE MUTANT MASTER OF MAGNETISM."

WHAT YOU DO NOT KNOW, HOWEVER, IS THAT BUT FOR *CHTHON*, YOU WOULD HAVE BEEN MERELY AN *ENERGY-WIELDING MUTANT*, LIKE YOUR FATHER.

SCENES ABOVE FROM AVENGERS #185-187 & X-MEN #4 - TOM.



INSTEAD, THOUGH, YOU WERE LINKED TO CHTHON'S POWER -- TO THE VOLATILE CHAOS-MAGICK THAT LIES AT HIS ESSENCE.

IT WAS THIS ENERGY -- THIS MYSTIC ENERGY -- THAT YOU WIELDED, FIRST AS MAGNETO'S VASSAL AND THEN AS AN AVENGER --

THAT GIANT--! YOU DID IT, WANDA! YOU BROUGHT THE CHANDELIER CRASHING DOWN ON IT!

"-- AND THOUGH YOU WIELDED IT IN A COMPLETELY UNSCHOOLED MANNER --

"-- EVEN BARELY-DIRECTED CHTHONIC MAGICK IS NO SMALL THING.

"PROBABILITY-RUPTURES, TEMPORAL SHIFTS, SUDDEN GUSTS OF PHYSICAL FORCE -- YOUR "HEXES" BROUGHT DISASTERS ON YOUR FOES.

"WHEN I ENCOUNTERED YOU, I TRIED TO TRAIN YOU --

"-- TO TEACH YOU AN AFFINITY FOR YOUR NATURAL ABILITIES --

"-- SO THAT YOU WOULD BE BETTER PREPARED WHEN THIS TIME CAME."

*AND THESE SCENES ARE FROM AVENGERS #47 & #133 -- TOM.



SO YOU'RE SAYING -- THAT I WAS WIELDING CHTHONIC MAGICK ALL ALONG?

ESSENTIALLY HURLING "CHAOS-GRENADES" -- WHICH WERE INFLUENCED ONLY BY MY SUB-CONSCIOUS THOUGHTS --

-- BUT RECENTLY, I'VE BEGUN TO TAP MORE DEEPLY INTO THE POWER, AND WHEN I CONCENTRATE, I CAN DIRECT IT MORE CONSCIOUSLY?



"CHAOS GRENADE" IS AN INELEGANT METAPHOR -- BUT IN ESSENCE, THAT IS CORRECT. CHAOS MAGICK IS WILD MAGICK, NATURE MAGICK --

-- BUT SHE WHO IS ATTUNED TO IT CAN GUIDE IT, AND SHAPE IT TO HER WILL. SUCH SHAPING WILL TAKE TIME, AND CONSCIOUS EFFORT --

-- SO YOUR "CHAOS GRENADES" WILL STILL SERVE YOU IN BATTLE.

BUT YOU CAN CONTROL YOUR POWER, CHILD. YOU CAN --

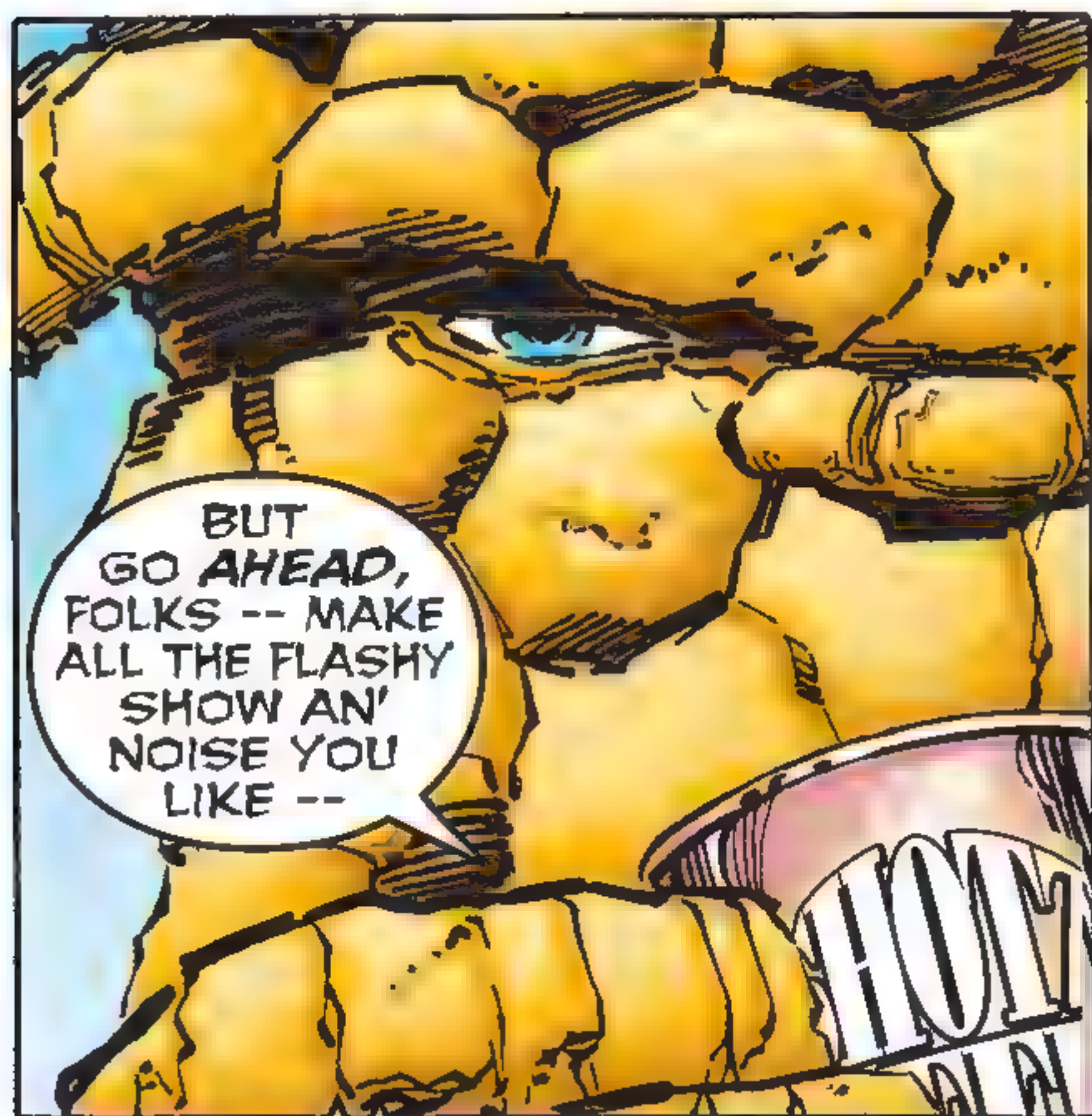


-- AND YOU'LL HAVE TO...



YAK YAK
YAK YAK YAK
YAK YAK YAK
YAK!

WHO'D'A
THOUGHT THERE
WAS THIS MUCH
HOT AIR IN ALL A
MANHATTAN!

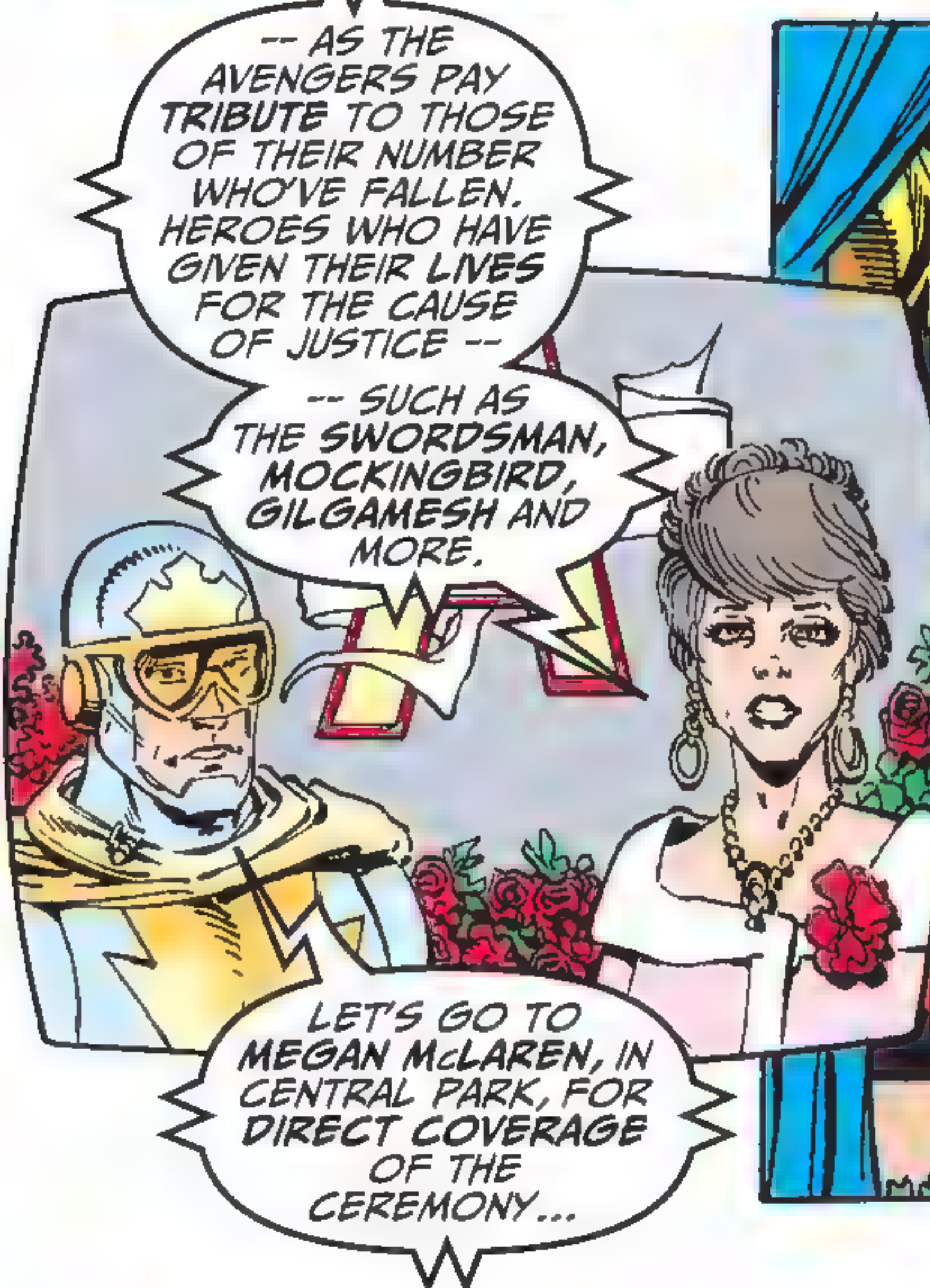


BUT
GO AHEAD,
FOLKS -- MAKE
ALL THE FLASHY
SHOW AN'
NOISE YOU
LIKE --



-- JUST SO'S YOU
DON'T FORGET WHO
WAS HERE *FIRST* --
NAMELY THE EVER-
LOVIN' BLUE-EYED
THING AN' HIS
BUDDIES IN THE
FANTASTIC
FOUR --!

AND NOW,
VIEWERS, WE COME
TO A VERY SOLEMN
PART OF TODAY'S
FESTIVITIES --



-- AS THE
AVENGERS PAY
TRIBUTE TO THOSE
OF THEIR NUMBER
WHO'VE FALLEN.
HEROES WHO HAVE
GIVEN THEIR LIVES
FOR THE CAUSE
OF JUSTICE --

-- SUCH AS
THE SWORDSMAN,
MOCKINGBIRD,
GILGAMESH AND
MORE.

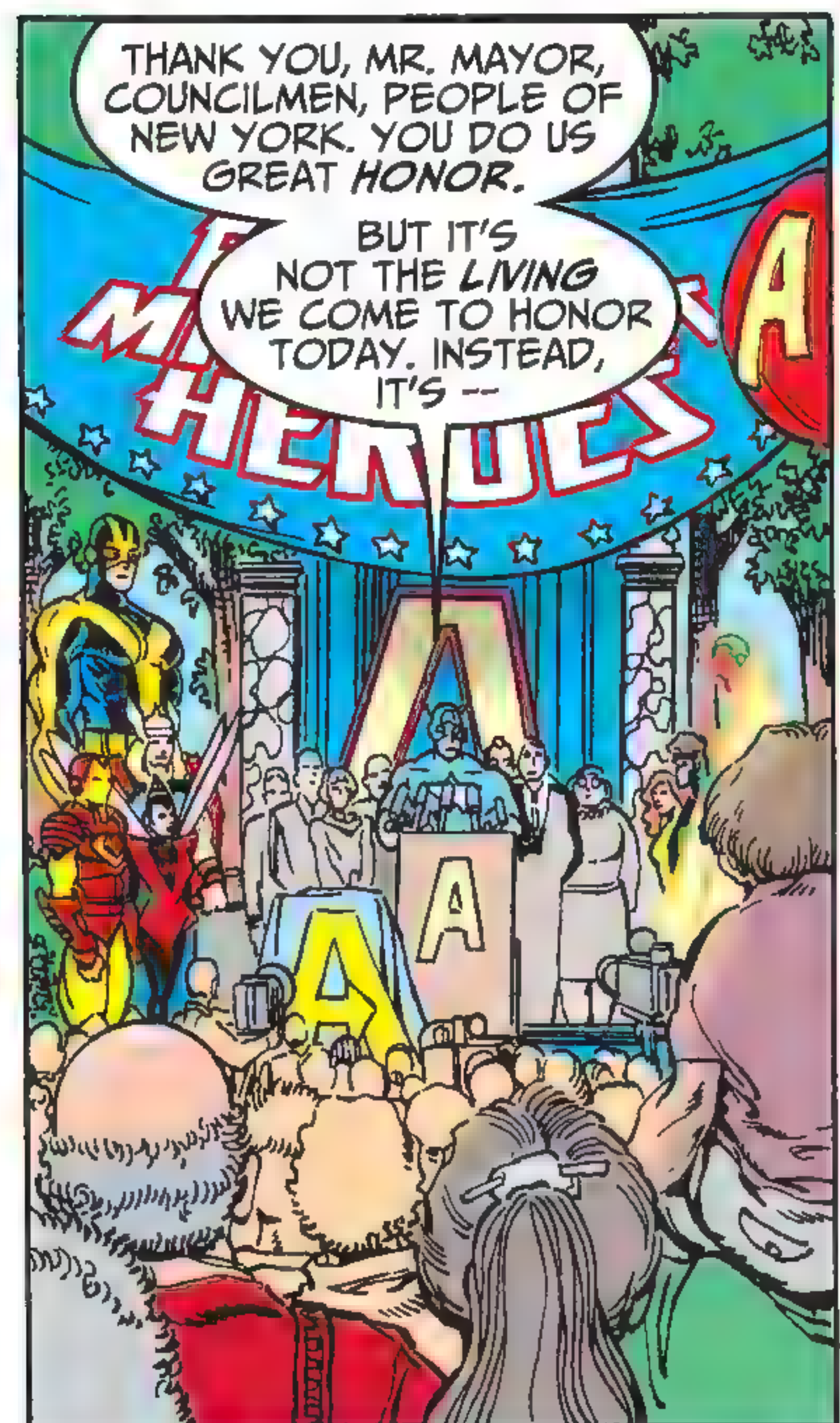
LET'S GO TO
MEGAN MCLAREN, IN
CENTRAL PARK, FOR
DIRECT COVERAGE
OF THE
CEREMONY...



THANKS, STUNT-MASTER. THE PARADE
HAS COME TO A HALT, HERE IN CENTRAL
PARK, WHERE THE MAYOR IS GREETING
THE AVENGERS --

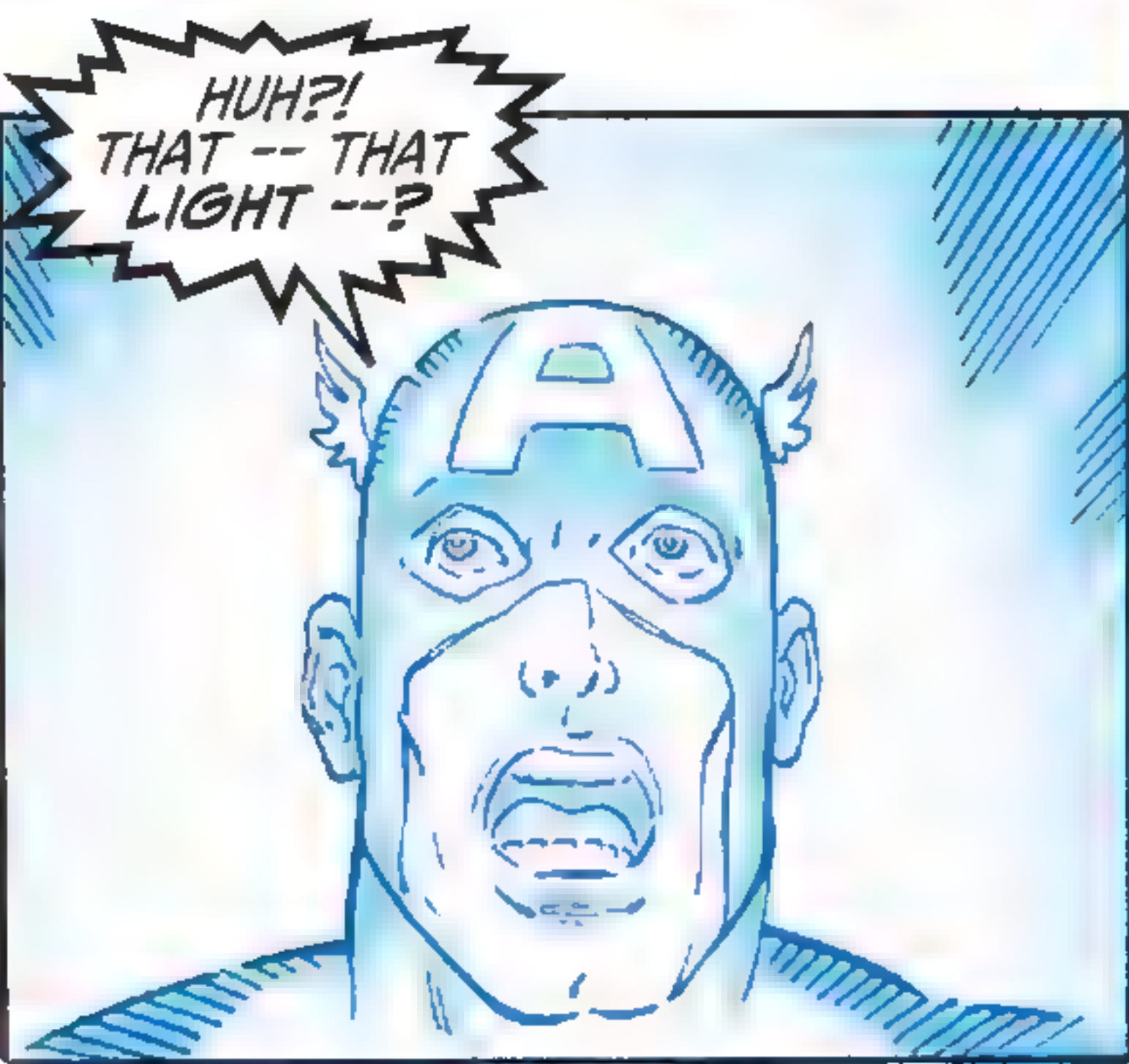
-- PREPARATORY
TO DEDICATING A
PLAQUE IN THE NAMES OF
ALL THE DECEASED
AVENGERS --

-- REPLACING
THE STATUE THAT ONCE
HONORED THOSE HEROES
THOUGHT LOST IN THE
ONSLAUGHT DISASTER, BUT
NOW RETURNED TO US.

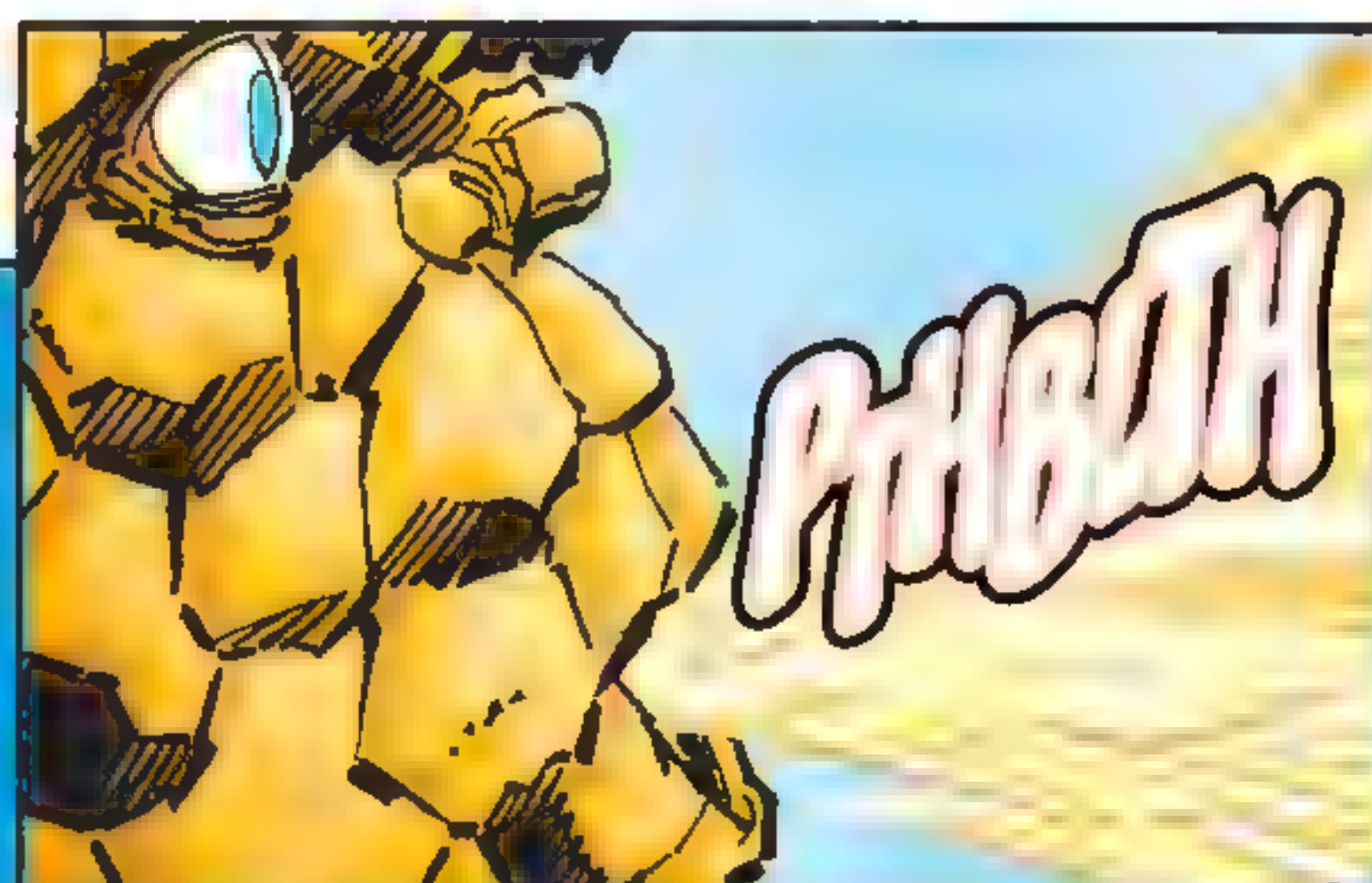


THANK YOU, MR. MAYOR,
COUNCILMEN, PEOPLE OF
NEW YORK. YOU DO US
GREAT HONOR.

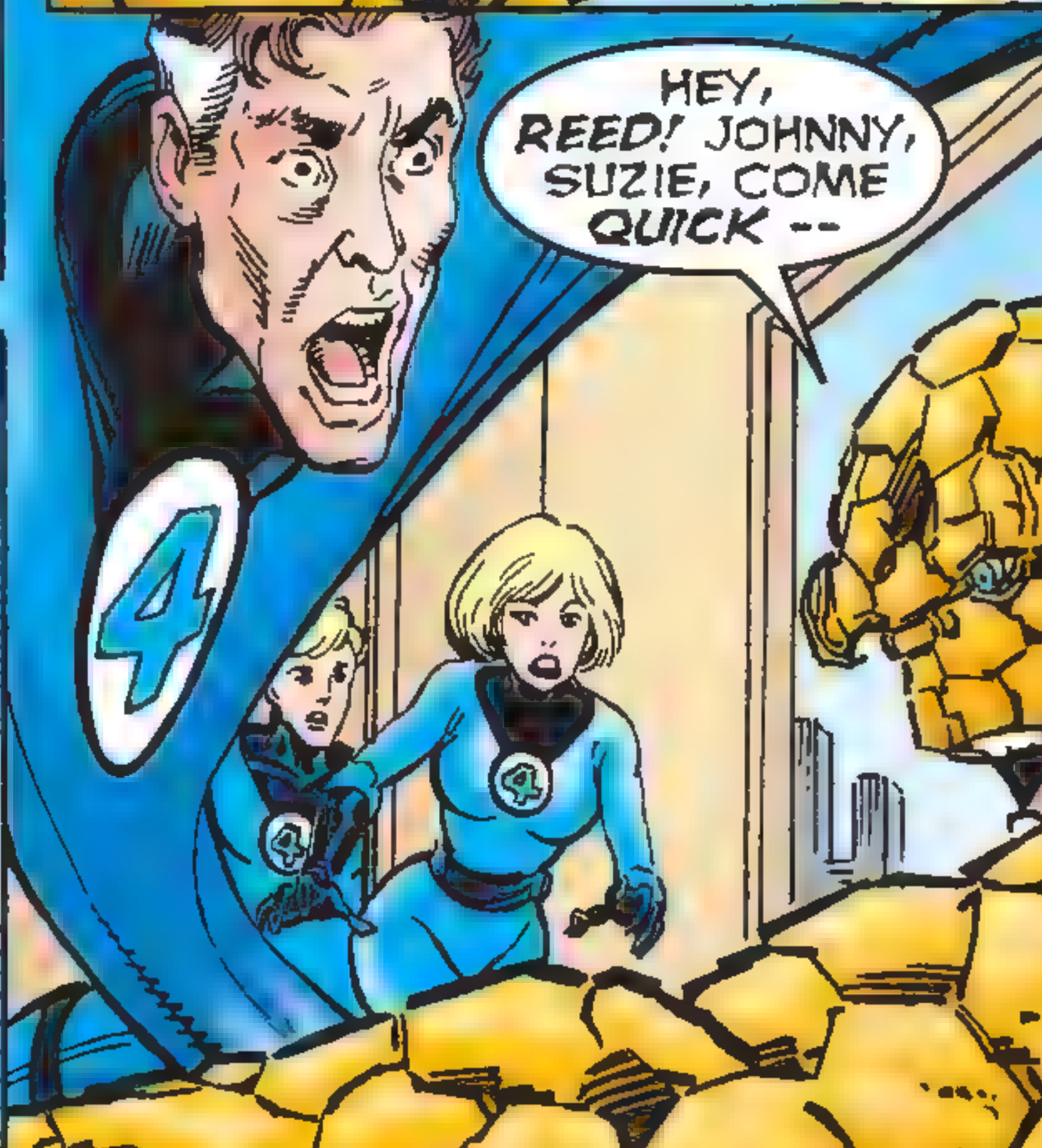
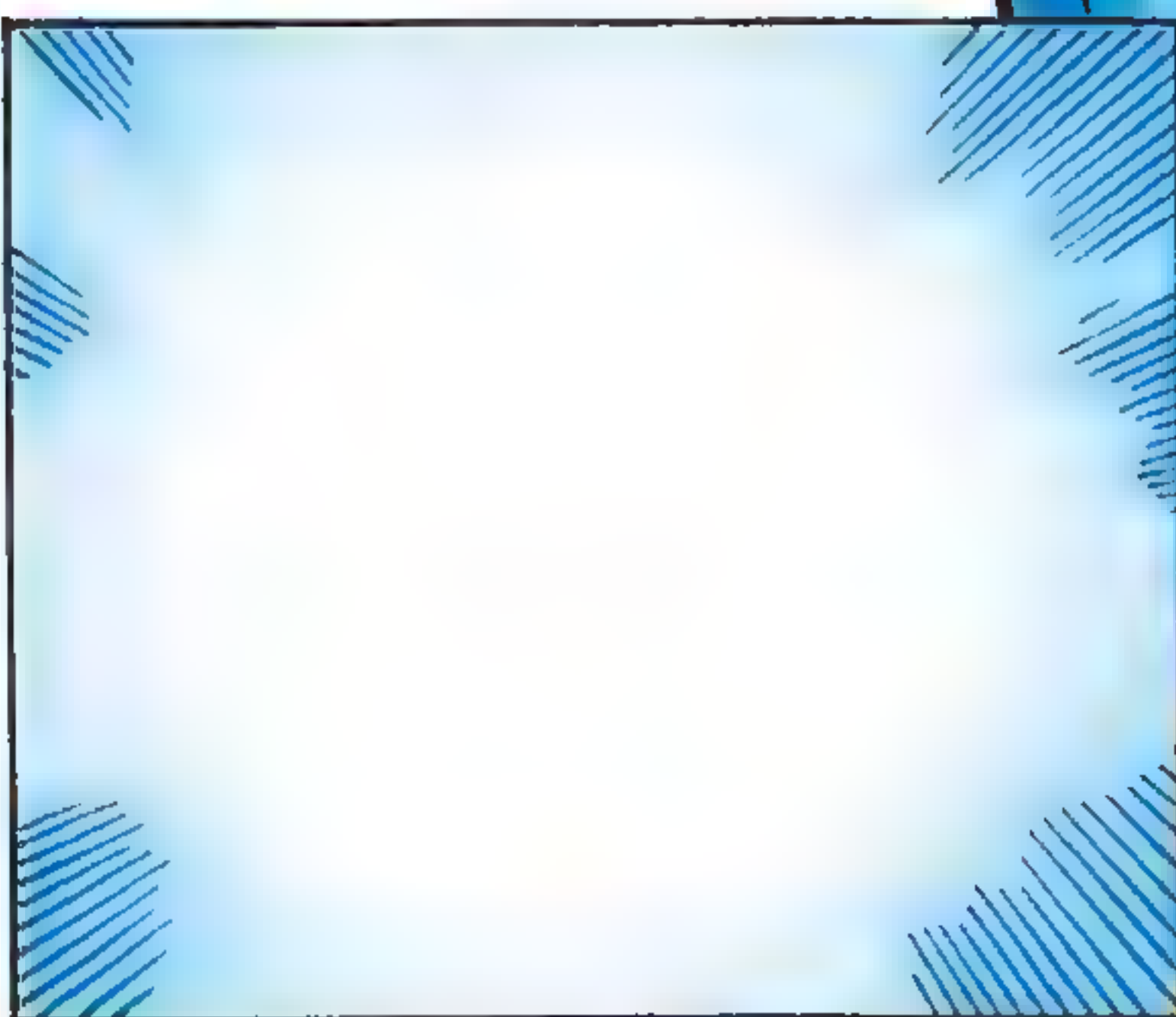
BUT IT'S
NOT THE LIVING
WE COME TO HONOR
TODAY. INSTEAD,
IT'S --



HUH?!
THAT -- THAT
LIGHT --?



PHHBT!



HEY,
REED! JOHNNY,
SUZIE, COME
QUICK --

"-- AN' TAKE
A LOOK AT
THIS!"

ENOUGH!

NO MORE
PLATITUDES!
NO MORE SELF-
SERVING, EMPTY
TRIBUTES TO
THOSE YOU'VE
MURDERED!

MURDERED AND
FORGOTTEN!

THE **GRIM
REAPER!**

TOO LONG
HAVE YOU KILLED --
CALLOUSLY, CRUELLY!
TOO LONG! IT'S TIME
FOR YOUR PAST TO
CATCH UP TO
YOU --

-- FOR YOU
TO PAY THE
PRICE!

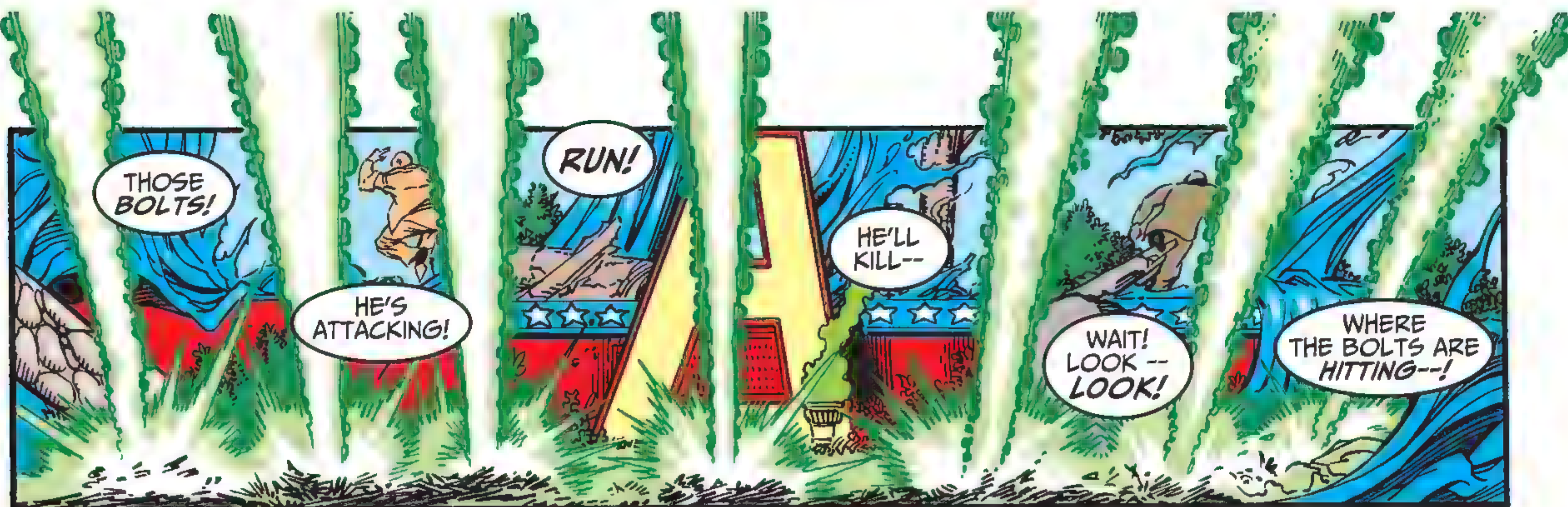
EVERYBODY FAN OUT!
PROTECT THE
MAYOR -- ENCOURAGE
EVACUATION!

THIS DOESN'T HAVE
TO BE A BATTLE, REAPER!
WE'VE BEATEN YOU EVERY
TIME YOU'VE FACED US IN THE
PAST, BUT IF YOU'VE GOT
A PROBLEM --

-- THE AVENGERS
ALWAYS STAND READY
TO HELP -- EVEN
YOU --

HAH!
YOUR "HELP!"
WORSE THAN
NOTHING,
AVENGERS!

AND I HAVE
NO INTENTION OF
FIGHTING YOU MY-
SELF! MEET YOUR
ACCUSERS,
KILLERS --

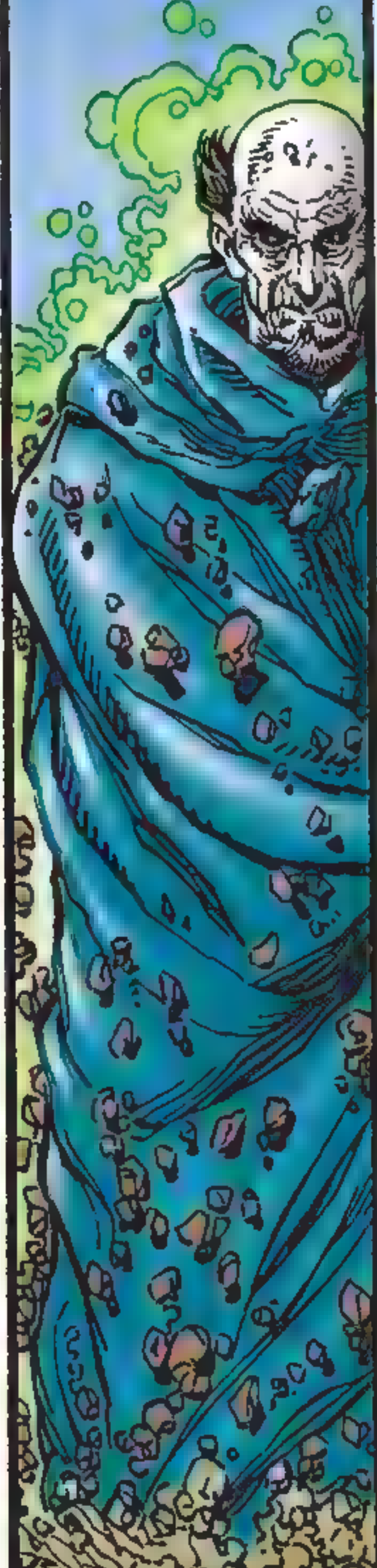


"-- MEET YOUR EXECUTIONERS!

"CAPTAIN MARVEL!



"DOCTOR DRUID!



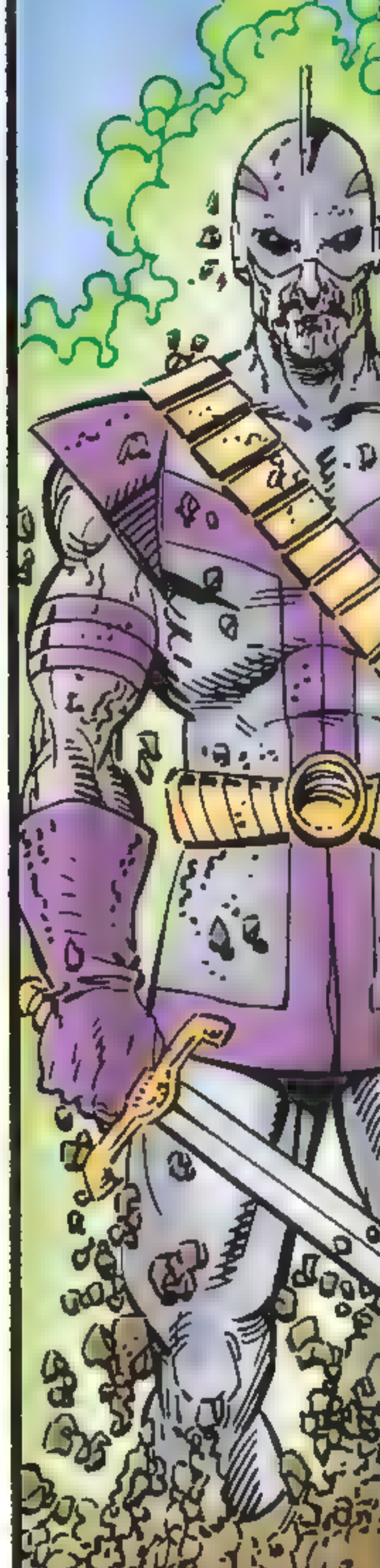
"HELLCAT!



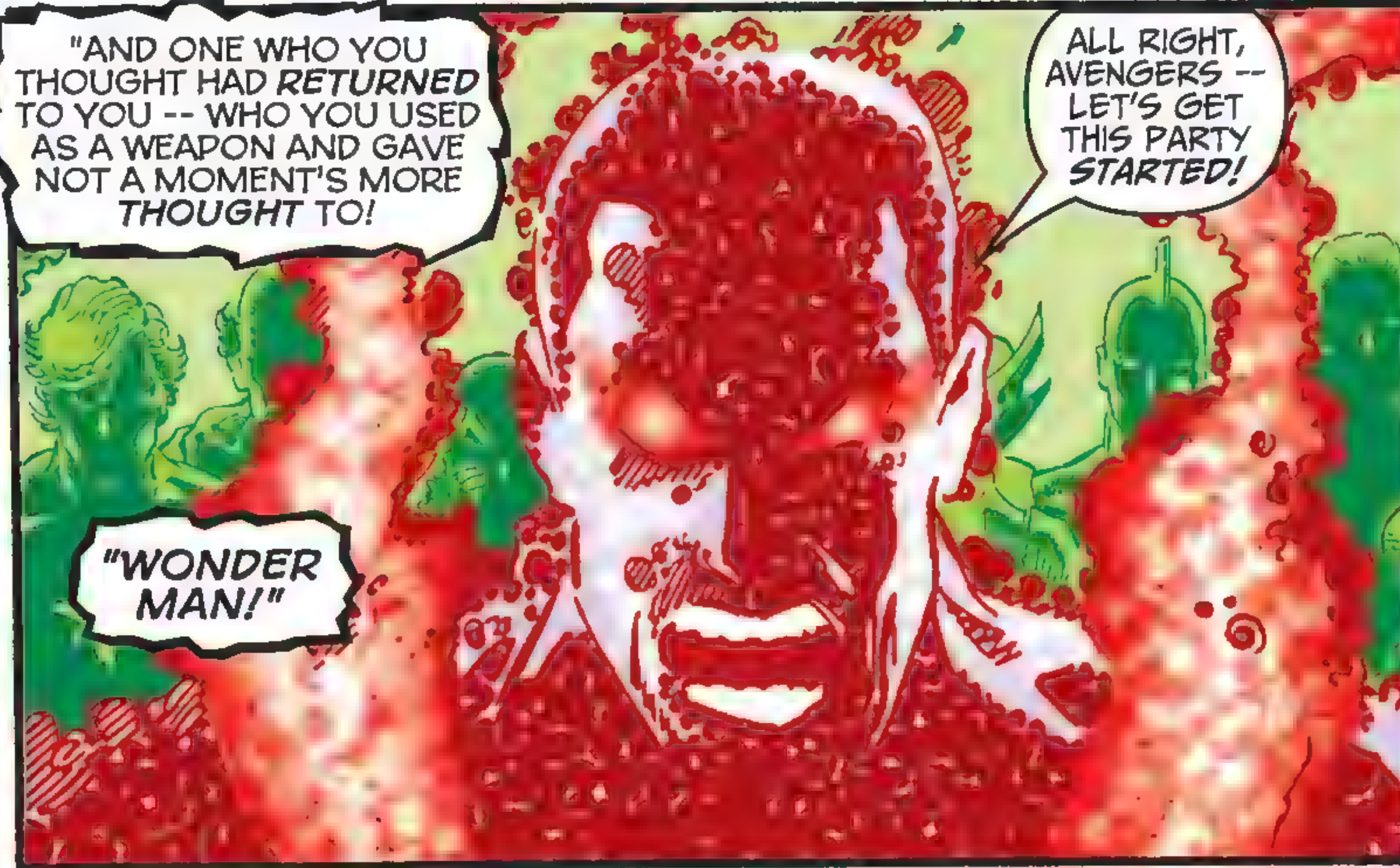
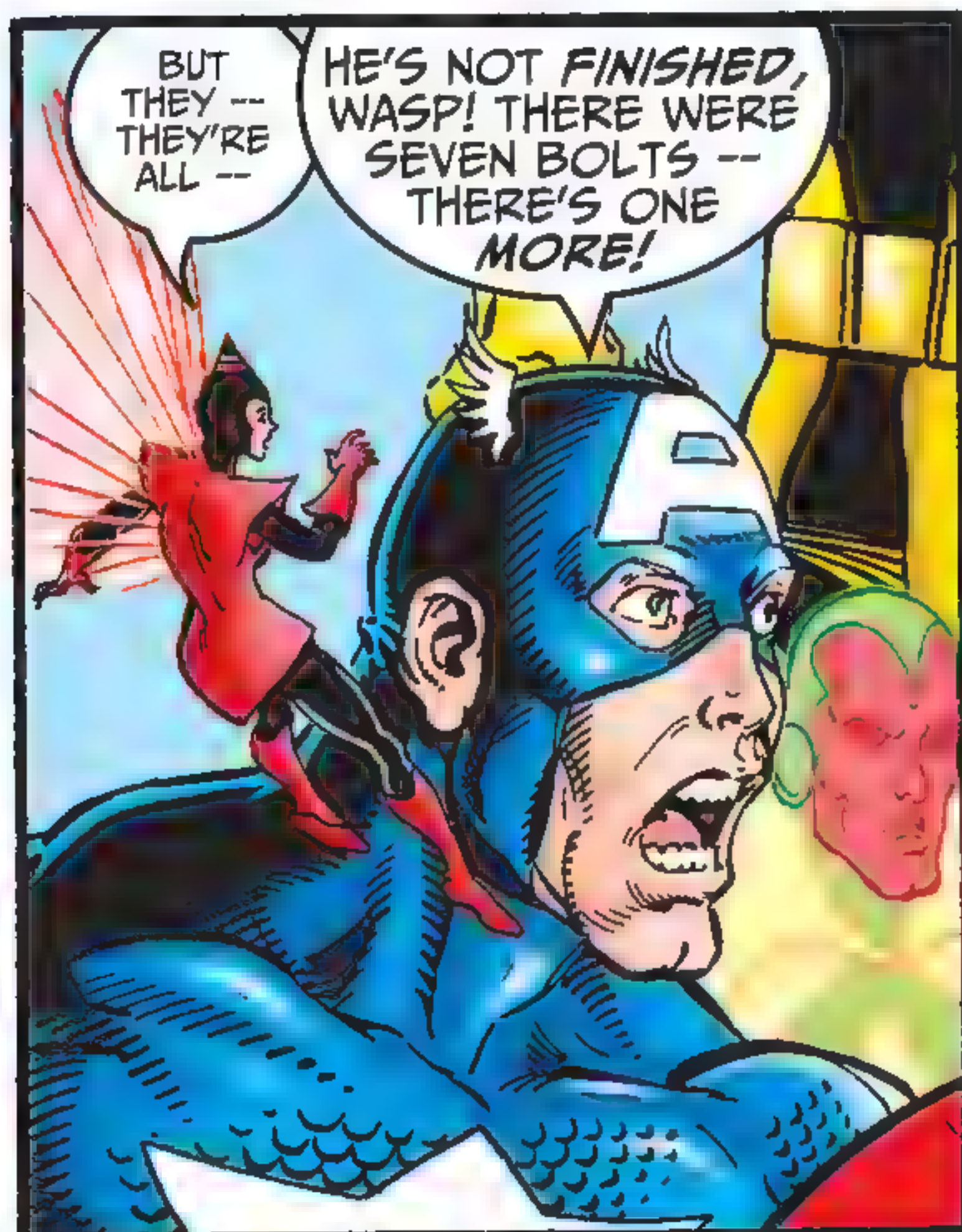
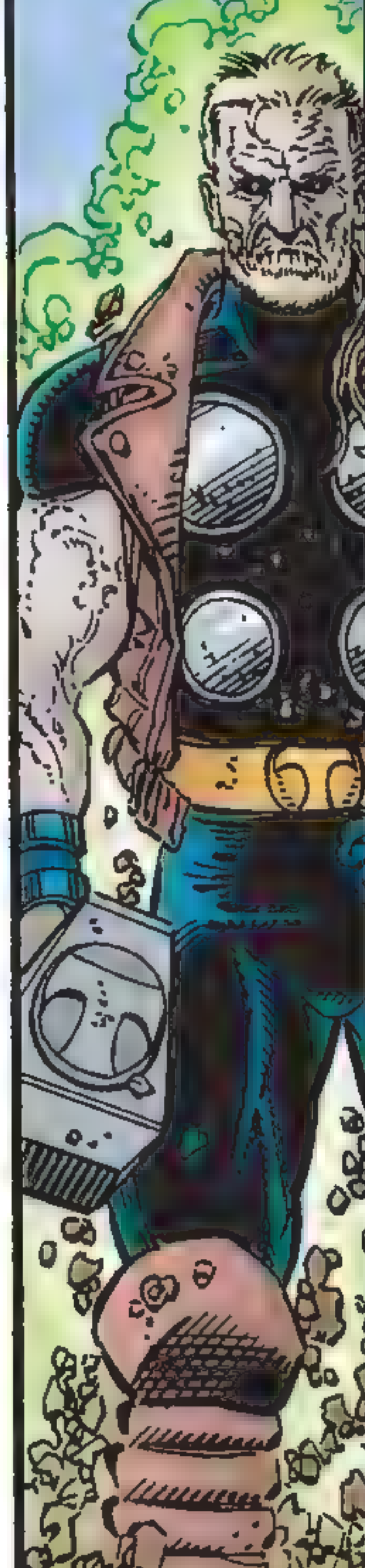
"MOCKINGBIRD!

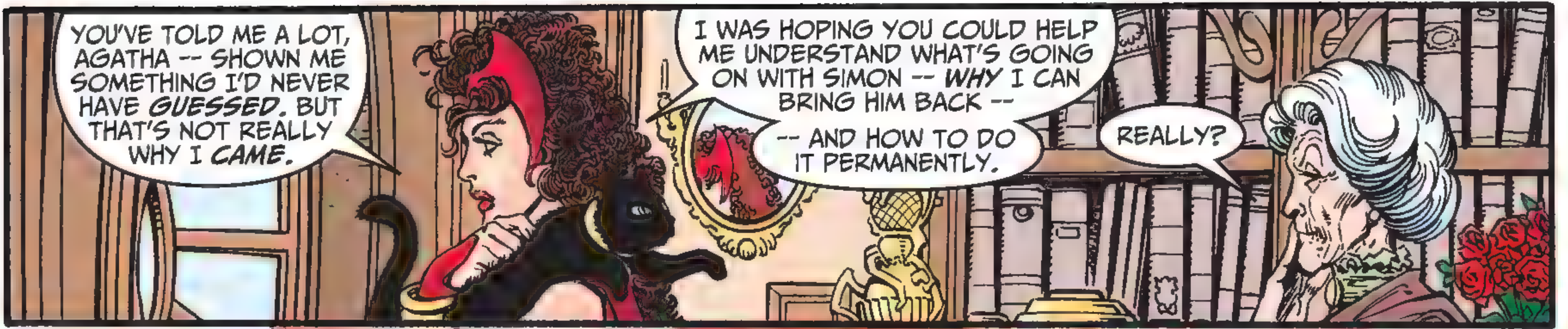


"SWORDSMAN!



"THUNDER-STRIKE!



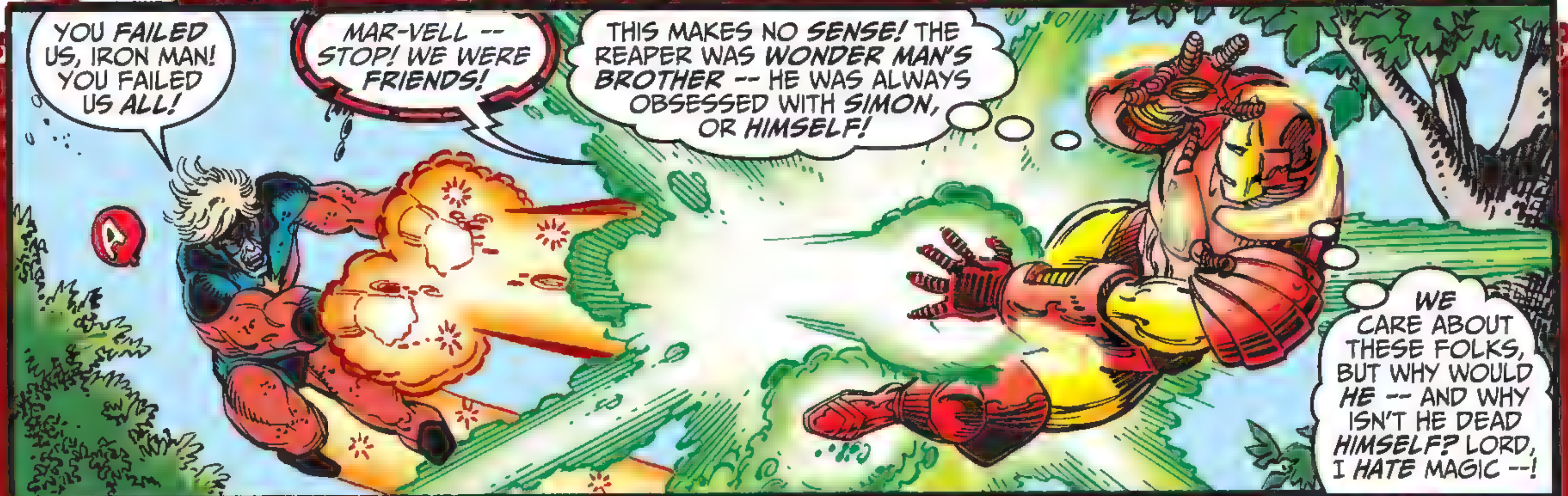


YOU'VE TOLD ME A LOT, AGATHA -- SHOWN ME SOMETHING I'D NEVER HAVE *GUESSED*. BUT THAT'S NOT REALLY WHY I CAME.

I WAS HOPING YOU COULD HELP ME UNDERSTAND WHAT'S GOING ON WITH SIMON -- *WHY* I CAN BRING HIM BACK --
-- AND HOW TO DO IT PERMANENTLY.

REALLY?

HAHAHAHAHA **HAHAHAHAHA**



YOU FAILED US, IRON MAN! YOU FAILED US ALL!

MAR-VELL -- STOP! WE WERE FRIENDS!

THIS MAKES NO SENSE! THE REAPER WAS WONDER MAN'S BROTHER -- HE WAS ALWAYS OBSESSED WITH SIMON, OR HIMSELF!

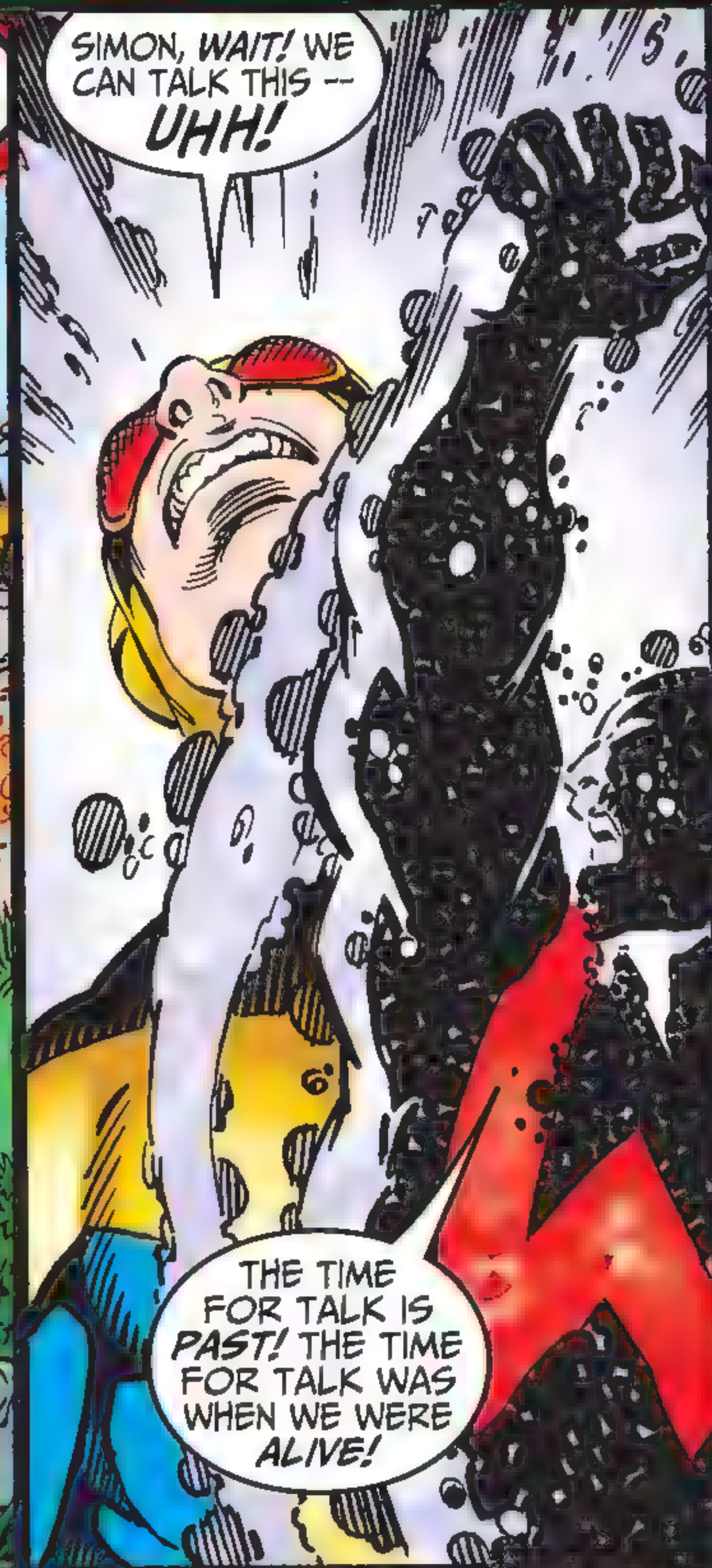
WE CARE ABOUT THESE FOLKS, BUT WHY WOULD HE -- AND WHY ISN'T HE DEAD HIMSELF? LORD, I HATE MAGIC --!



SO, YOU MUST BE THE LATEST LITTLE *INGENUE* -- EH, RED? WELL LET ME WARN YOU --

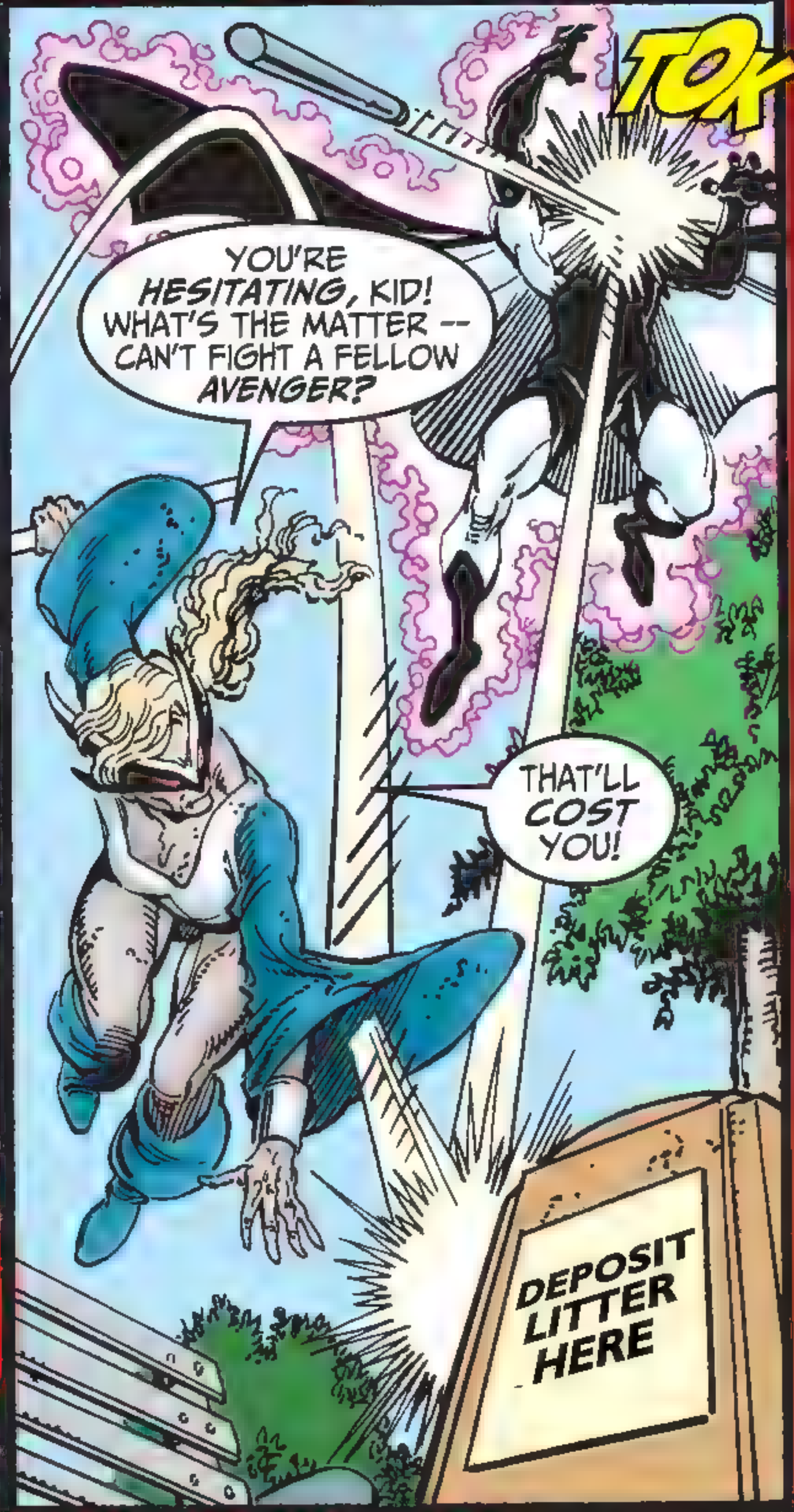
-- THE AVENGERS DON'T TAKE VERY GOOD CARE OF THEIR *INGENUES*!

AAHHH!



SIMON, WAIT! WE CAN TALK THIS --
UHH!

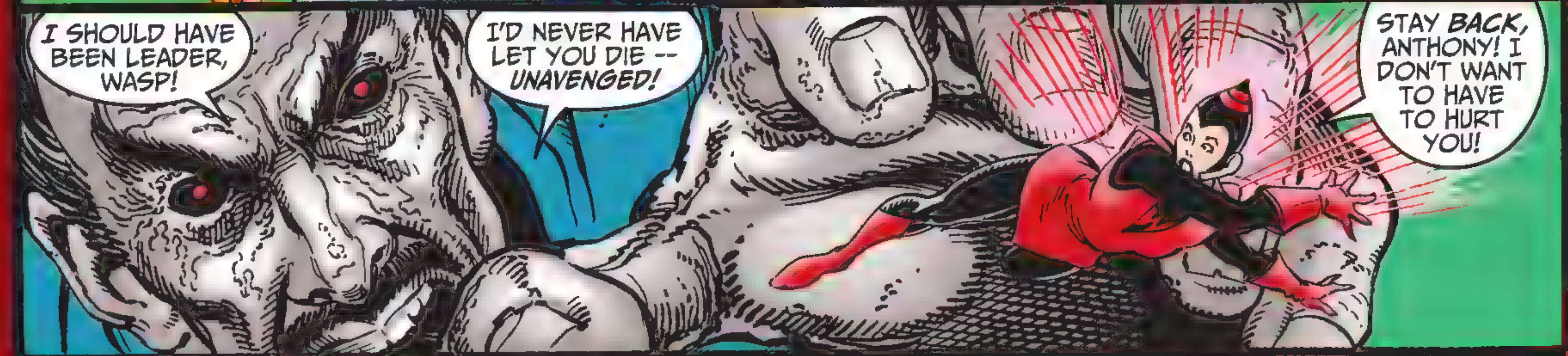
THE TIME FOR TALK IS PAST! THE TIME FOR TALK WAS WHEN WE WERE ALIVE!



YOU'RE *HESITATING*, KID! WHAT'S THE MATTER -- CAN'T FIGHT A FELLOW AVENGER?

THAT'LL COST YOU!

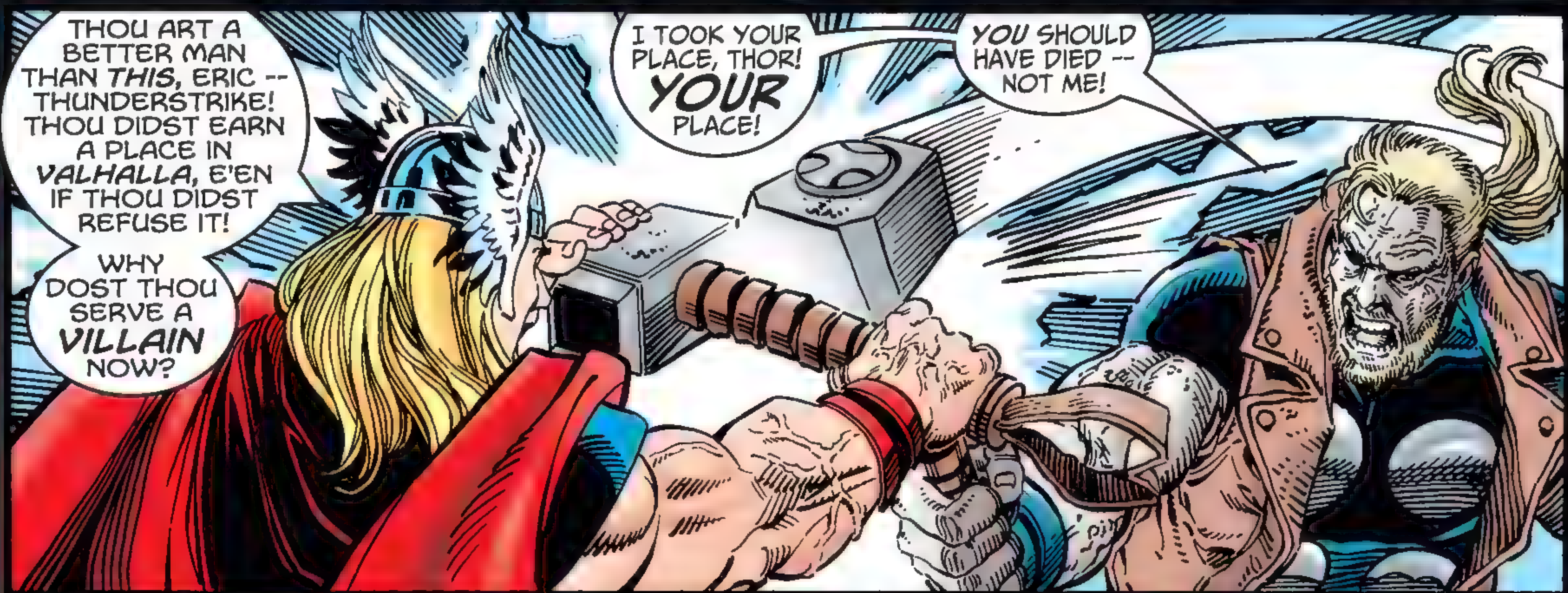
DEPOSIT LITTER HERE



I SHOULD HAVE BEEN LEADER, WASP!

I'D NEVER HAVE LET YOU DIE -- UNAVENGED!

STAY BACK, ANTHONY! I DON'T WANT TO HAVE TO HURT YOU!

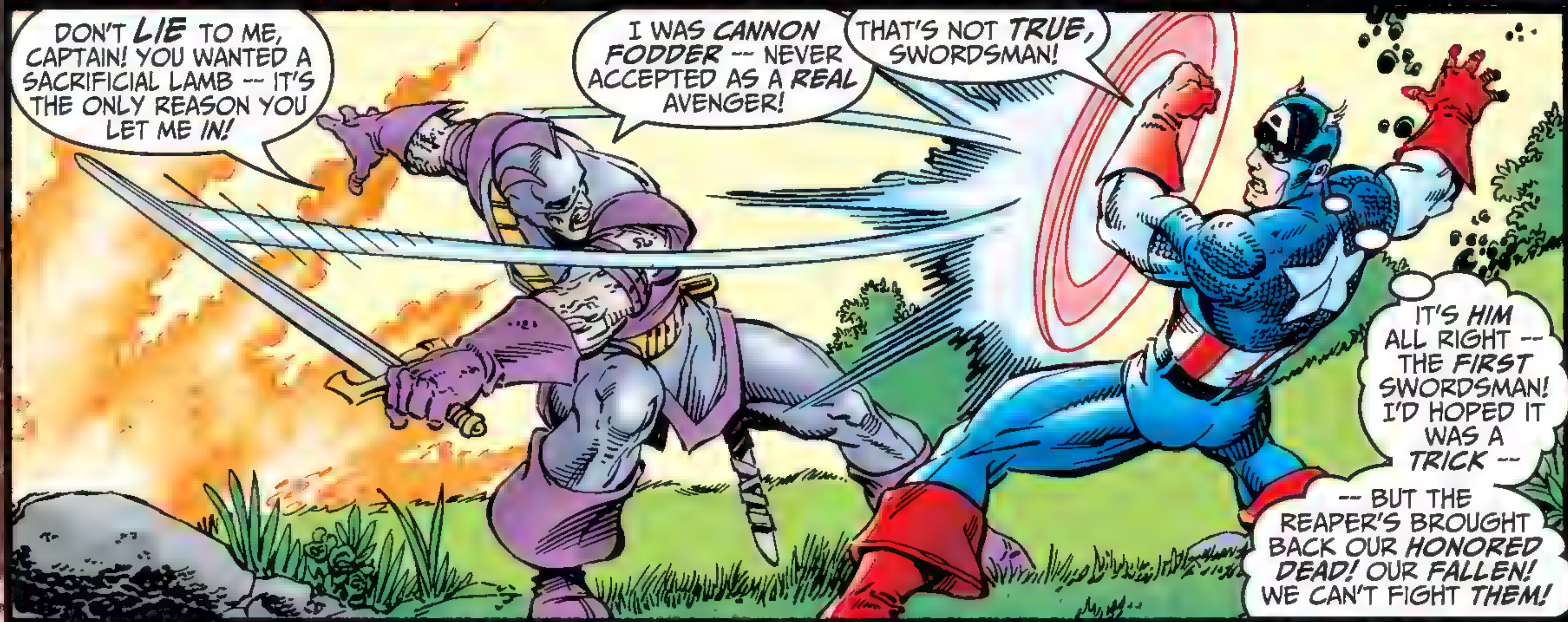


THOU ART A BETTER MAN THAN *THIS*, ERIC -- THUNDERSTRIKE! THOU DIDST EARN A PLACE IN VALHALLA, E'EN IF THOU DIDST REFUSE IT!

WHY DOST THOU SERVE A **VILLAIN** NOW?

I TOOK YOUR PLACE, THOR! **YOUR** PLACE!

YOU SHOULD HAVE DIED -- NOT ME!



DON'T **LIE** TO ME, CAPTAIN! YOU WANTED A SACRIFICIAL LAMB -- IT'S THE ONLY REASON YOU LET ME IN!

I WAS **CANNON FODDER** -- NEVER ACCEPTED AS A REAL AVENGER!

THAT'S NOT **TRUE**, SWORDSMAN!

IT'S HIM ALL RIGHT -- THE **FIRST** SWORDSMAN! I'D HOPED IT WAS A **TRICK** --

-- BUT THE REAPER'S BROUGHT BACK OUR HONORED DEAD! OUR FALLEN! WE CAN'T FIGHT THEM!



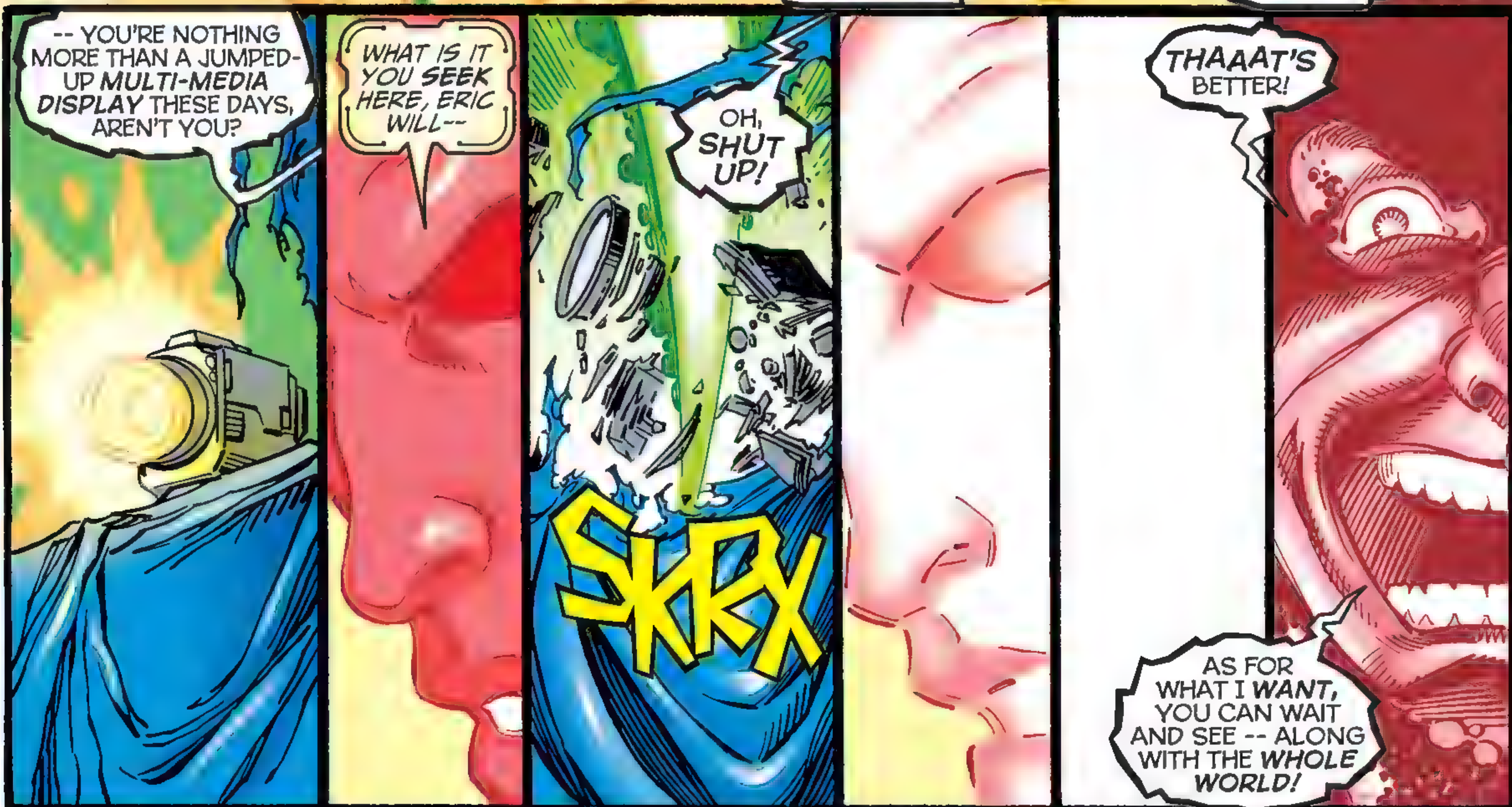
EXPLAIN YOURSELF, ERIC WILLIAMS -- WHAT IS IT YOU SEEK HERE? YOU HATED THE AVENGERS FOR YOUR BROTHER'S DEATH --

-- AND HATED ME FOR HAVING SIMON'S BRAIN PATTERNS AS PART OF MY **SYNTHEZOID MIND**!

BUT YOU PUT THAT BEHIND YOU -- BEFORE YOU DIED!

BEFORE WE **ALL** DIED, WOULDN'T YOU SAY?

SIMON'S A GHOST, I'M SOMETHING WORSE, AND YOU --



-- YOU'RE NOTHING MORE THAN A JUMPED-UP MULTI-MEDIA DISPLAY THESE DAYS, AREN'T YOU?

WHAT IS IT YOU SEEK HERE, ERIC WILL--

OH, SHUT UP!

SKRX

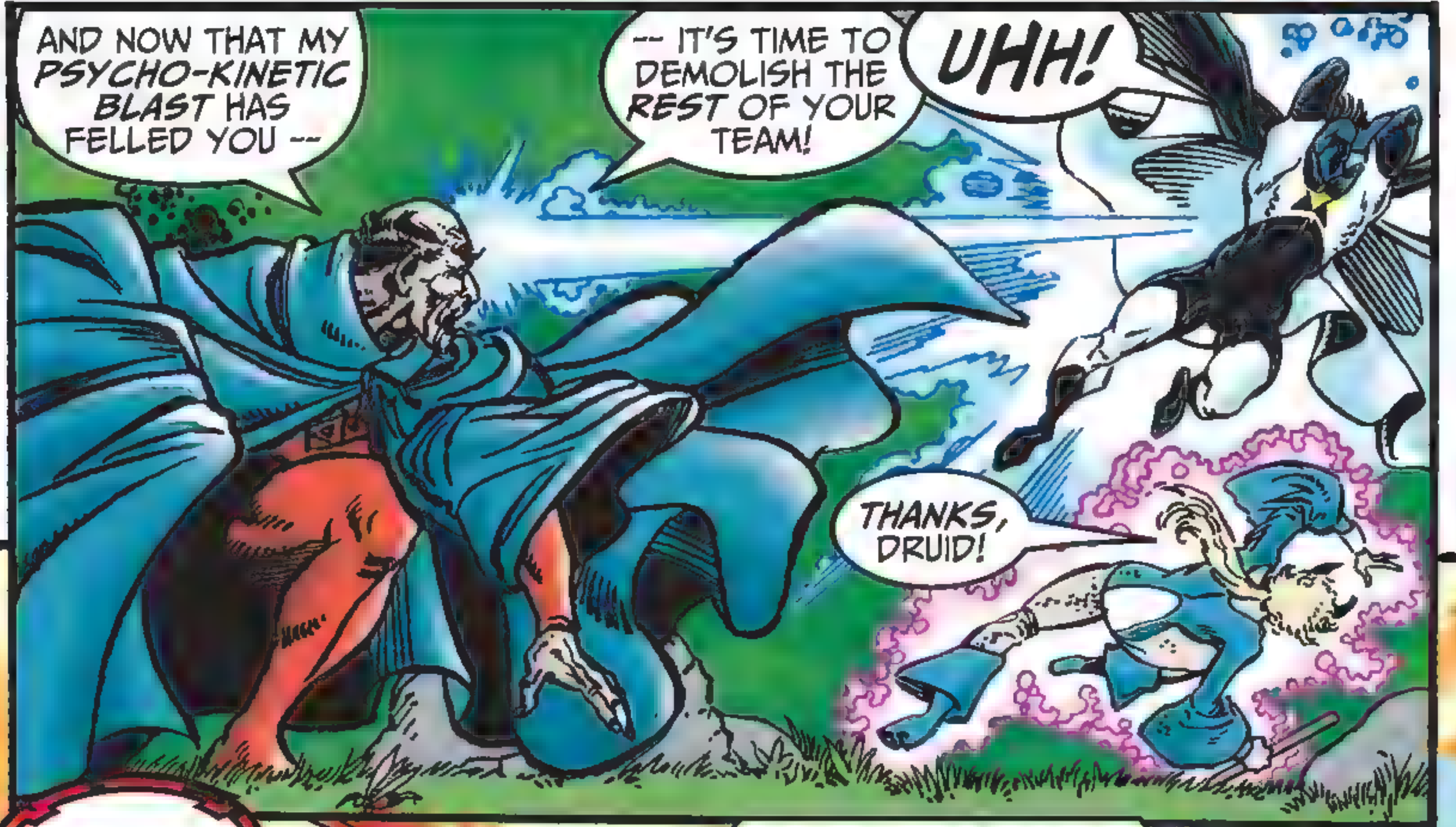
THAAAT'S BETTER!

AS FOR WHAT I WANT, YOU CAN WAIT AND SEE -- ALONG WITH THE WHOLE WORLD!



HURT ME?

YOU COULDN'T HURT ME ON YOUR BEST DAY, VAN DYNE!



AND NOW THAT MY PSYCHO-KINETIC BLAST HAS FELLED YOU --

-- IT'S TIME TO DEMOLISH THE REST OF YOUR TEAM!

UHH!

THANKS, DRUID!

H-UHH!

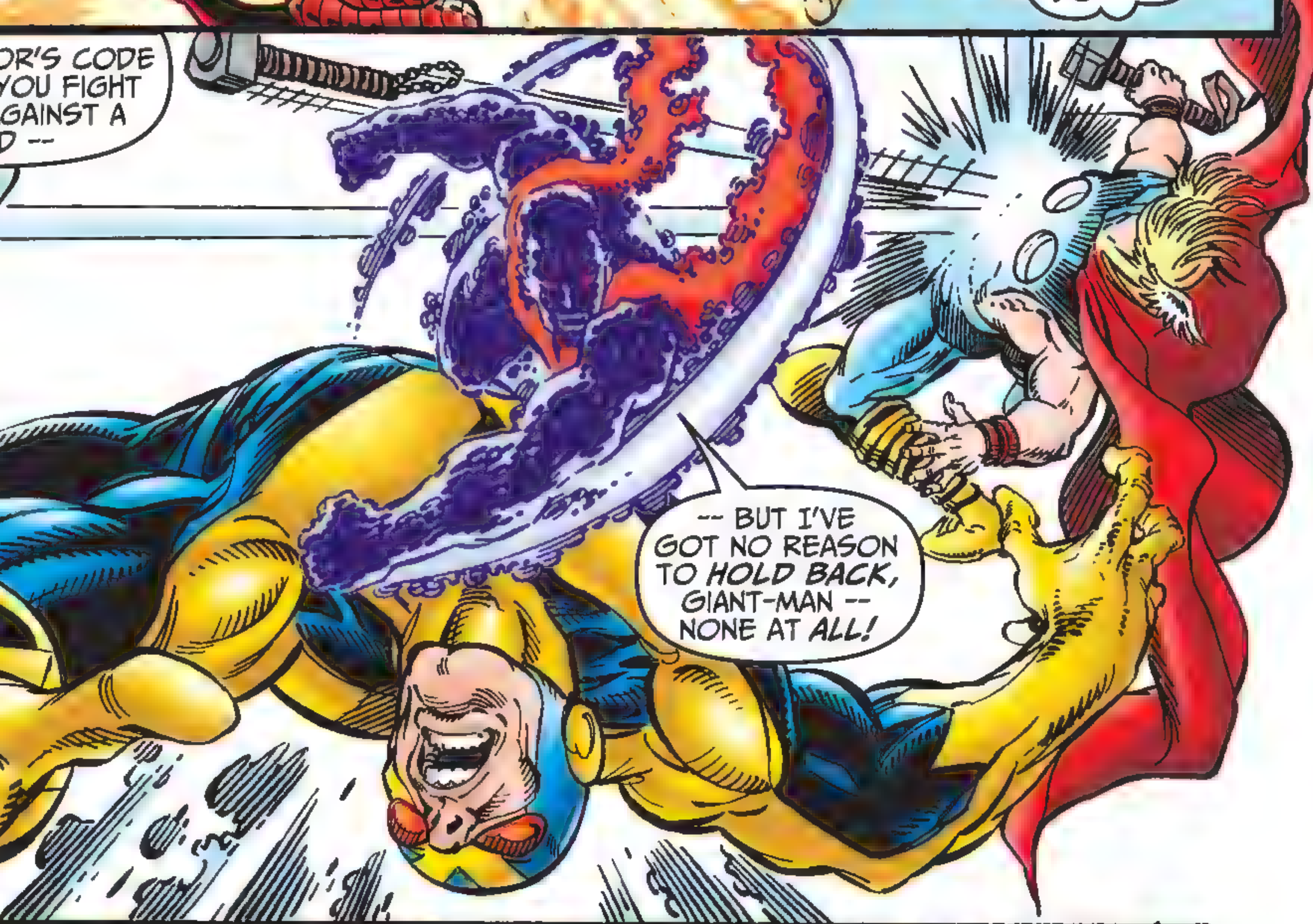
YOU'RE SLOW, IRON MAN -- AND SLUGGISH! BUT YOU'LL FIND NO MERCY HERE!

MY INJURIES -- I CAN'T CONCENTRATE, CAN'T THINK FOR THE PAIN! BUT UNLESS I DO --

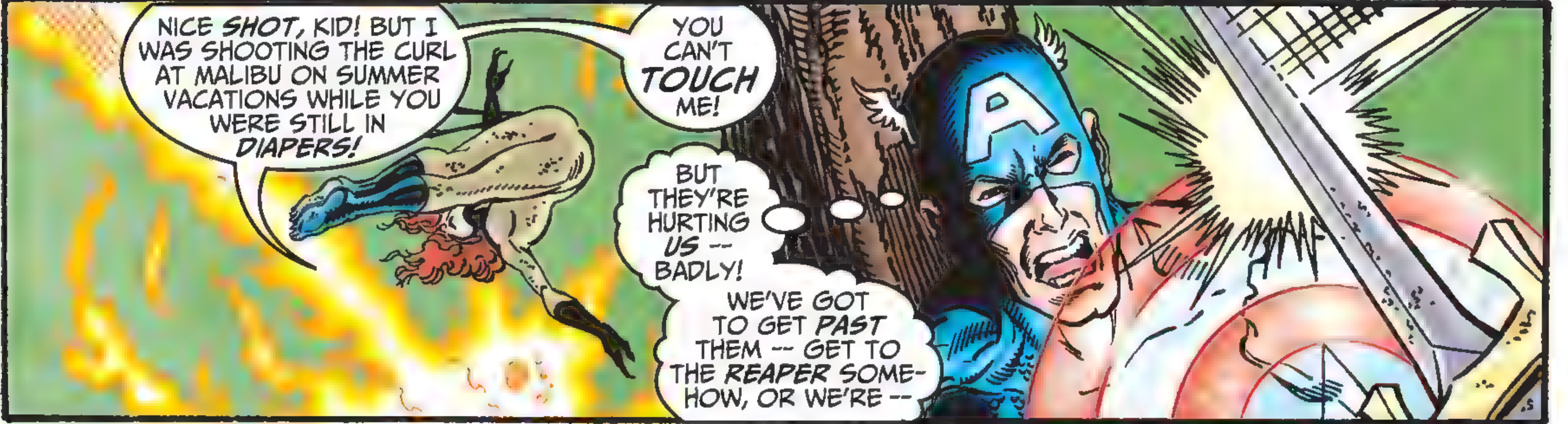


-- YOU'RE THROUGH, GOLDILOCKS!

YOUR WARRIOR'S CODE WON'T LET YOU FIGHT ALL-OUT AGAINST A FRIEND --



-- BUT I'VE GOT NO REASON TO HOLD BACK, GIANT-MAN -- NONE AT ALL!



NICE SHOT, KID! BUT I WAS SHOOTING THE CURL AT MALIBU ON SUMMER VACATIONS WHILE YOU WERE STILL IN DIAPERS!

YOU CAN'T TOUCH ME!

BUT THEY'RE HURTING US -- BADLY!

WE'VE GOT TO GET PAST THEM -- GET TO THE REAPER SOMEHOW, OR WE'RE --

A comic book panel depicting a powerful energy release in a forest. A bright, glowing yellow and white beam of light or explosion emanates from the center, with a smaller, similar burst visible in the upper left. The surrounding environment is a dense forest with green trees and foliage. A speech bubble in the top left corner contains the text "FERED WITH --". The art style is characteristic of classic comic books, with bold lines and a limited color palette.

-- BY SOME SORT OF **ENERGY-BUBBLE**, OR DOME, THAT'S SPRUNG UP AROUND THE SOUTH END OF THE **PARK!**

IT'S KEEPING THE AVENGERS **IN**, BUT IT'S PUSHING US **BACK--!**

IT'S
KEEPING THE
AVENGERS IN, BUT
IT'S PUSHING US
BACK--!

WE'LL TRY TO KEEP COVERING THE EVENTS AS LONG AS WE CAN--

MEGAN! MEGAN, ARE YOU THERE? CAN YOU HEAR ME?

WE ARE EXPERIENCING
TECHNICAL DIFFICULTIES

PLEASE STAND BY

WE ARE EXPERIENCING
TECHNICAL DIFFICULTIES

PLEASE STAND BY

YOU'RE
LAUGHING,
AGATHA?
BUT
WHY--?

I'M *SORRY*, CHILD. IT JUST NEVER OCCURRED TO ME THAT YOU'D ASK SUCH A *SIMPLE* QUESTION.

HOW COULD YOU NOT
KNOW HOW YOU BRING
SIMON TO LIFE?

YOU ARE
HIS ANCHOR
TO THE LIVING
WORLD BECAUSE
HE LOVES YOU
MORE THAN LIFE
ITSELF, AND THAT
LOVE HAS KEPT
HIM FROM
PASSING
ON.

AND THUS, ALL YOU HAVE
TO DO TO **RESCUE** HIM,
TO BRING HIM BACK
PERMANENTLY --

-- IS TO
RETURN THAT
LOVE.

A close-up comic book panel focusing on the eyes of a character with curly hair. The character's eyes are large and expressive, with green irises and long, dark eyelashes. The hair is dark and curly, framing the face. A speech bubble on the left side of the panel contains the text "Y-YOU MEAN ALL I HAVE TO DO--". The background is a solid light blue color.

-- THE
AVENGERS HAVE
FALLEN!

"-- IS
LOVE HIM
BACK--?!"

NEXT: HELL ON EARTH!

MARVEL[®]
COMICS

EARTH'S MIGHTIEST CORPSES!

FAN AWARD
1998
WINNER
WIZARD[®]

the AVENGERS[®]

DEC
#11

APPROVED
BY THE
COMICS
CODE
AUTHORITY



YEAH,
WE'RE
DEAD...

...WANNA
MAKE
SOMETHIN'
OF IT?

1998
WIZARD[®]
FAN AWARD
WINNER

FAVORITE WRITER

KURT BUSIEK

WANDA MAXIMOFF -- THE SCARLET WITCH -- IS LOST IN THOUGHT AS SHE DRIVES DOWN THE WEST SIDE HIGHWAY INTO MANHATTAN.

THERE ARE NO RADIOS OR TVs AT WHISPER HILL, WHERE SHE'D BEEN VISITING AGATHA HARKNESS, AND HER MO'S RADIO IS LONG DEFUNCT --

-- SO SHE DOESN'T KNOW HOW THE AVENGERS DAY PARADE WENT.

SHE REACHES THE PRIVATE WAREHOUSE THE AVENGERS USE AS A GARAGE. SHE HOPES THE CELEBRATION WAS A SUCCESS --

PRIVATE PARKING

DO NOT BLOCK DRIVEWAY

-- BUT MOST OF HER MIND IS OCCUPIED WITH WHAT SHE'S LEARNED TODAY.

HER POWER -- IT'S BEEN LONG ASSUMED TO BE AN UNCONTROLLABLE DISRUPTION OF PROBABILITIES, BUT IF AGATHA IS CORRECT --

EVEL SHU
SION / SUB-

-- HER MUTANT ABILITY IS TO CHANNEL MYSTIC ENERGY -- CHAOS-MAGIC -- WHICH CAN INDEED CAUSE THE EFFECTS SHE'S SO FAMILIAR WITH --

-- BUT WITH ENOUGH TIME, ENOUGH CONCENTRATION, SHE CAN DO MORE --

-- IMPOSING HER WILL OVER THE WILDNESS OF THE WORLD, OVER NATURE. THE THOUGHT OF IT MAKES HER BOTH EXHILARATED AND NERVOUS.

MANSION

AGATHA ALSO TOLD HER THAT THE REASON SHE HAS BEEN ABLE TO SUMMON THE LATE SIMON WILLIAMS -- WONDER MAN -- BACK TO LIFE OF LATE --

-- IS THAT HE LOVES HER MORE THAN LIFE ITSELF -- THAT SHE IS HIS ANCHOR TO THE WORLD OF THE LIVING, AND THAT TO BRING HIM BACK PERMANENTLY --

-- ALL SHE HAS TO DO IS RETURN THAT LOVE. SHE'S NOT SO SURE.

THE MONORAIL PROVIDES AN UNDERGROUND LINK BETWEEN AVENGERS MANSION, THE WAREHOUSE AND THEIR SUBMARINE DOCK --

-- AND AS SUCH, SHE MAKES IT BACK TO THE MANSION WITHOUT BEING AWARE OF THE POLICE CORDONS AROUND IT.

A PITY, THAT.

COME ON IN, WANDA --

DING



... WE
WERE JUST GETTING
STARTED!

WH-WHAT?!!
SIMON --
SWORDSMAN --
DR. DRUID --?
BUT THIS --

-- THIS ISN'T
POSSIBLE!

MMF!
MMMF!

Stan Lee
presents EARTH'S MIGHTIEST HEROES

... ALWAYS AN AVENGER!

AL VEY &
BOB WIAK
Finishers
TOM
SMITH
colors
AS &
COMICRAFT
letters
TOM
BREUDART
edits
BOB
HARRAS
chief

KURT
BUSLEK &
GEORGE
PEREZ



I DON'T KNOW
WHAT'S GOING ON
HERE -- WHO YOU
REALLY ARE -- BUT
THE MEN AND
WOMEN YOU'RE
POSING AS ARE
ALL DEAD!
NOW SET
JARVIS FREE,
OR I'LL --

INSTINCTIVELY, HER HANDS
COME UP, READY TO CAST
A HEX -- BUT --



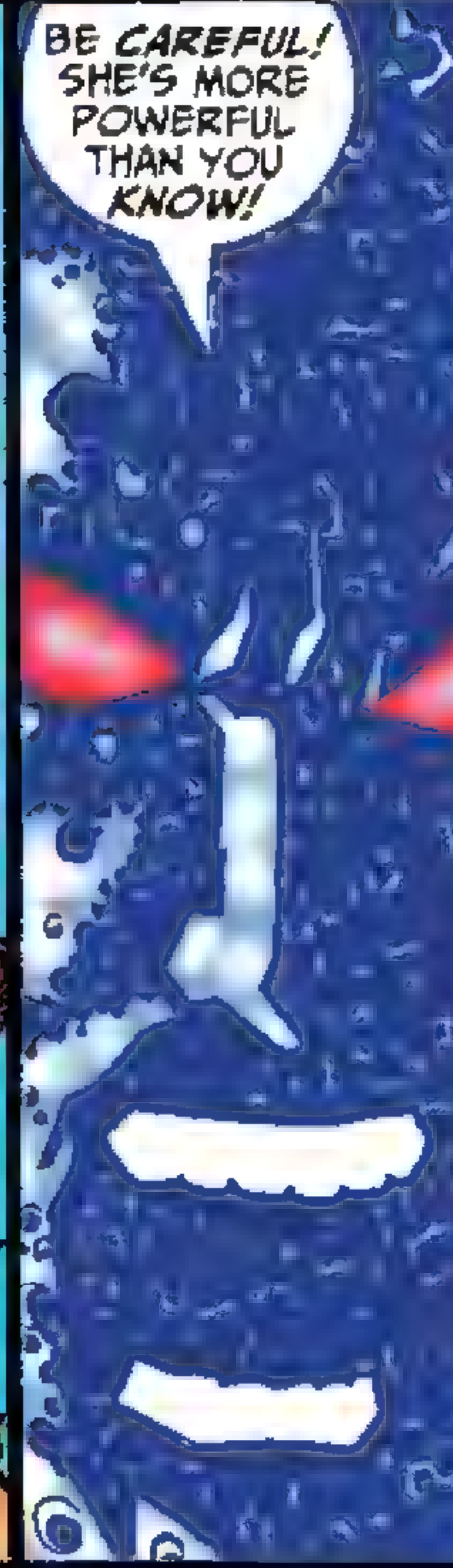
HM?



AH-AH!

WHAT'S THE
MATTER, RED --
NOT HAPPY TO SEE
YOUR OLD PAL
HELLCAT?!

AAAH!



BE CAREFUL!
SHE'S MORE
POWERFUL
THAN YOU
KNOW!



YOU WORRY TOO MUCH, WONDER
MAN! HOWEVER POWERFUL SHE'S
BECOME SINCE OUR TIME
ON EARTH --

-- SHE
CAN'T USE HER
POWERS IF SHE'S
OFF-BALANCE!

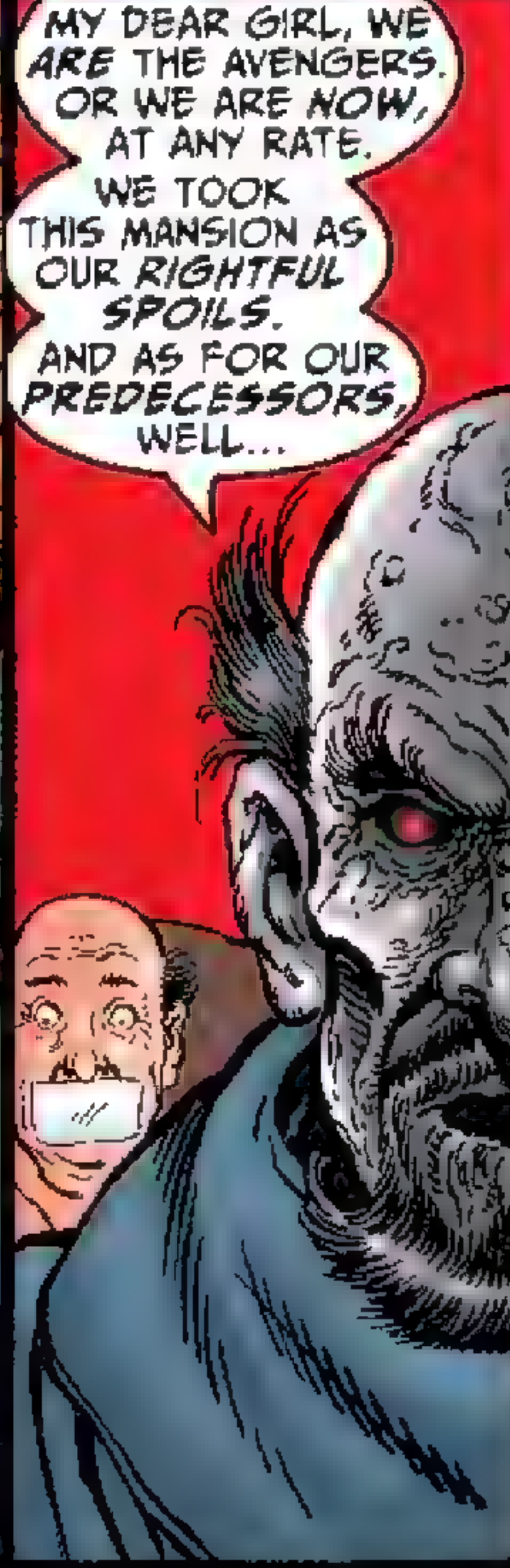
OR BETTER
YET, CAPTAIN
MARVEL --

-- UNCONSCIOUS!



MAKES --
MAKES NO
SENSE --

WHAT --
HAPPENED TO --
AVENGERS --?



MY DEAR GIRL, WE
ARE THE AVENGERS.
OR WE ARE NOW,
AT ANY RATE.
WE TOOK
THIS MANSION AS
OUR RIGHTFUL
SPOILS.
AND AS FOR OUR
PREDECESSORS
WELL...

CENTRAL PARK...

ONLY HOURS AGO, IT WAS FESTIVE AND JOYOUS, AS THROGS OF WELL-WISHERS CROWDED IN TO WATCH THE AVENGERS DAY CEREMONIES.

BUT THAT WAS BEFORE THE GRIM REAPER SHOWED UP.

NOW, BEHIND THE MYSTIC FORCE-WALL THAT FORCED DIGNITARIES, NEWSMEN AND ONLOOKERS ALIKE FROM ITS ENVIRONS --

-- CENTRAL PARK IS VERY DIFFERENT INDEED.

NOW THIS -- THIS FEELS GOOD.

NONE OF YOU UNDERSTAND, DO YOU? YOU PROBABLY CAN'T -- NONE OF YOU KNOW WHAT IT'S LIKE TO BE THE BAD SON --

-- TO NEVER BE GOOD ENOUGH, NO MATTER WHAT YOU DID!

IRON MAN'S SLUMPING SO AWKWARDLY! AND HE'S SO STILL -- I CAN'T EVEN TELL IF HE'S BREATHING! I KNOW. HE WAS BADLY INJURED --

-- BUT I HOPE THAT'S ALL -- THAT OUR BATTLE WITH THOSE RESURRECTED AVENGERS HASN'T PUT HIM ANY WORSE OFF --

*AT THE HANDS OF THE SPYMASTER'S ESPIONAGE ELITE AND THE MANDARIN, IN IRON MAN #8-10 -- TOM

WELL, I KNOW WHAT IT'S LIKE! I KNOW WHAT IT'S LIKE TO BE **BEATEN** BY MY FATHER -- TO BE IGNORED, IN FAVOR OF **SIMON**, THE GOOD ONE!

I USED TO TRY TO **LOOSEN** SIMON UP -- TO SHAKE HIM OUT OF THAT GOODY-GOODY ATTITUDE! BUT IT NEVER WORKED --

"--AND I KNEW WHAT THAT SAID ABOUT ME!"

C'MON. SIMON -- THERE'S **GIRLS** OUT THERE IN THE NIGHT --!

ERIC-- I'VE GOT A **TRIG** TEST TOMORROW!

I WAS **BAD** -- ROTTEN FROM BIRTH! I WENT ON TO BECOME A **HOODLUM** -- A **MOBSTER** --

WILLIAMS INNOVATIONS
Simon Williams,
President

"AND WHAT DID **HE** GET FOR HIS CRIME? **HE** GOT GIVEN **SUPER-POWERS**, AND DIED A **HERO**, SAVING THE LIVES OF THE **AVENGERS**!

"I GOT **POWERS** TOO -- TO **AVENGE** HIM! AND I DIED TOO, IN TIME --

"-- WHILE SIMON GOT DAD'S **COMPANY**! BUT EVEN WHEN HE MESSED UP -- **EMBEZZLED**, AND GOT CAUGHT -- EVERYONE THOUGHT I'D DONE IT!

"--BUT WHEN **HE** DIED, HE CAME BACK, CAME BACK AS A **HERO**, AND SERVED AS AN **AVENGER**! NOT ME! WHEN I DIED.

" -- I CAME BACK AS A **MONSTER**!

"AND AS MY **SINS** WEIGHTED ME DOWN FURTHER AND FURTHER, AND FURTHER, TURNING ME INTO A **TWISTED MOCKERY** --

"-- SIMON DIED AGAIN, AND CAME BACK -- AND CAME BACK AND CAME BACK, ALWAYS FORGIVEN, ALWAYS GETTING ANOTHER CHANCE!

"HOW I **HATED** HIM FOR THAT!

AND THEN, IN RECENT MONTHS, AS SIMON FLUCTUATED BACK AND FORTH BETWEEN LIFE AND DEATH, THE **FIRES OF HATRED** GREW IN ME --

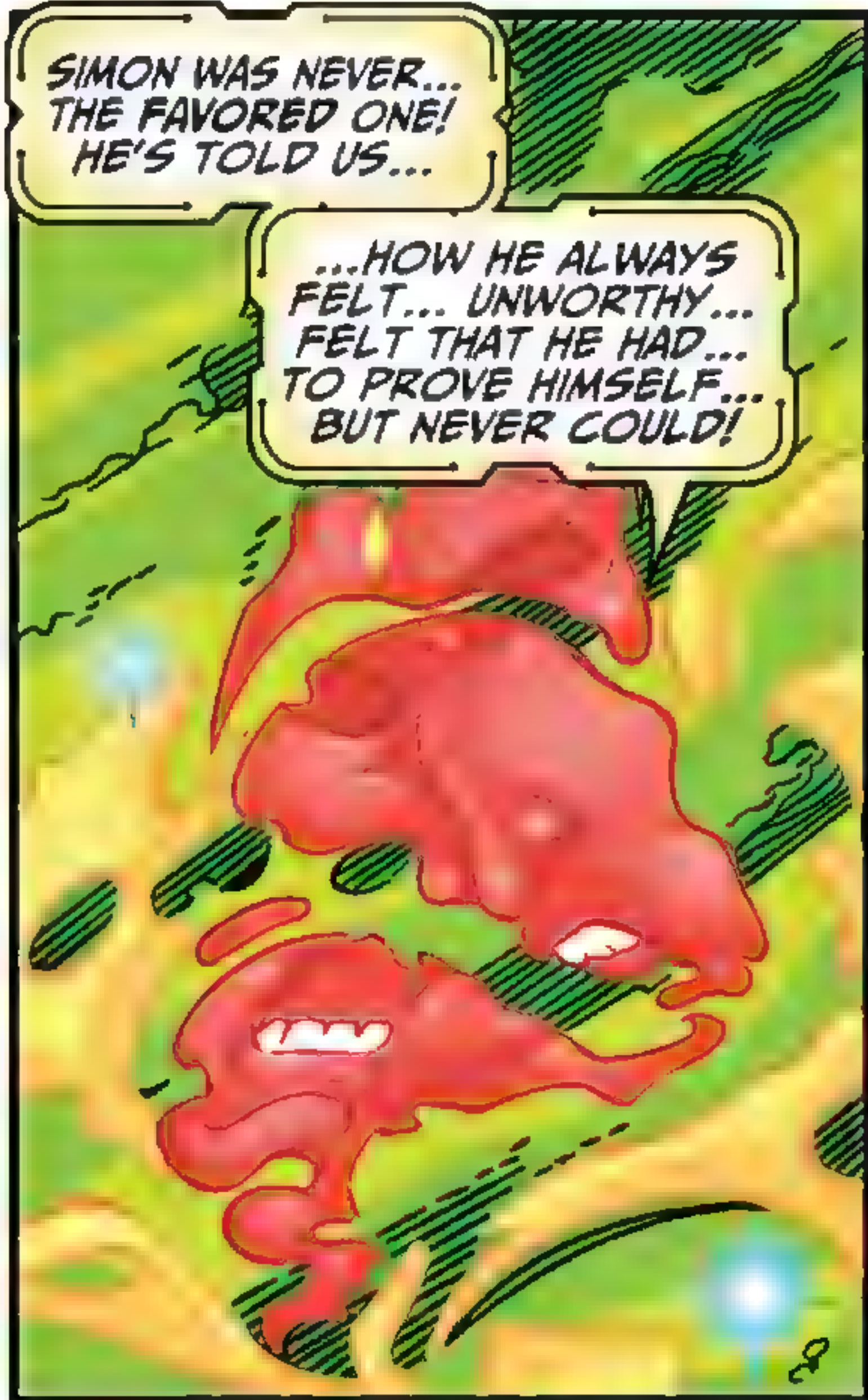
"-- AND I KNEW I COULD **BREACH** THE **BARRIERS** HE'D WEAKENED --



"-- BREACH THEM MYSELF -- AND BRING AT LEAST THE ESSENCES OF OTHERS ALONG WITH ME!

YOUR STORIES... ARE WARPED, REAPER...

I KNEW THEN THAT I COULD BRING THE HELL I'D SUFFERED ALL MY LIFE TO EARTH -- AND I DID!



SIMON WAS NEVER... THE FAVORED ONE! HE'S TOLD US...

...HOW HE ALWAYS FELT... UNWORTHY... FELT THAT HE HAD... TO PROVE HIMSELF... BUT NEVER COULD!



SHUT UP, VISION!

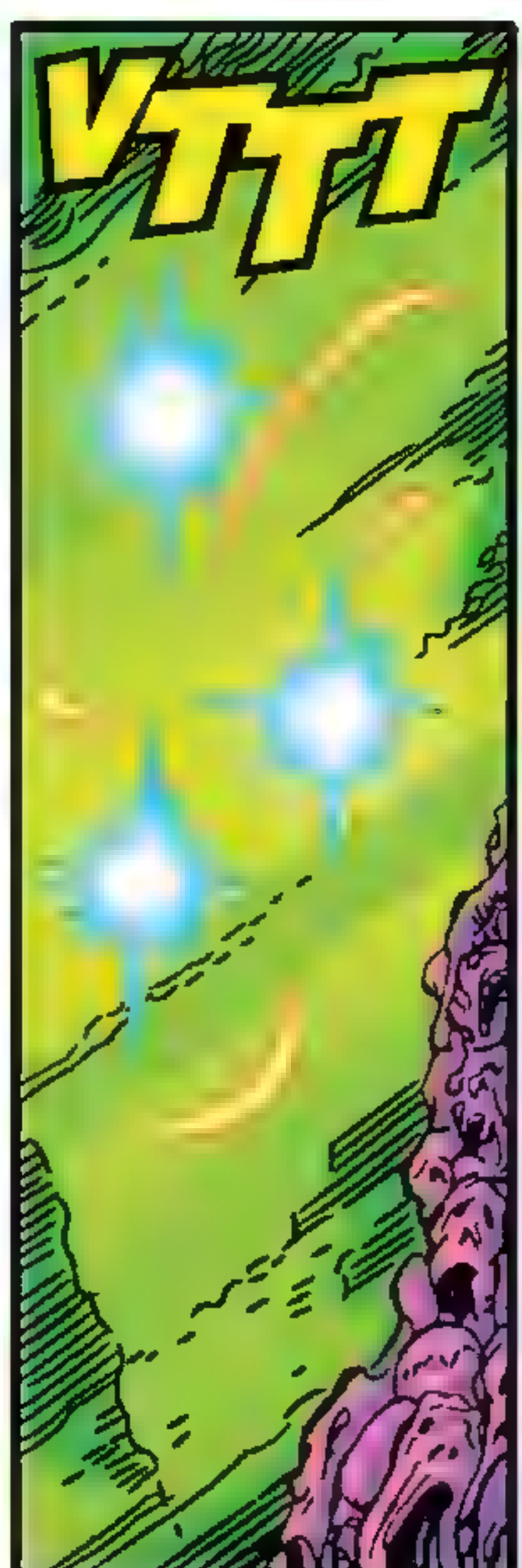
TO THINK! I ONCE THOUGHT OF YOU AS MY BROTHER, TOO -- JUST BECAUSE YOUR ANDROID MIND HAS SIMON'S BRAIN-PATTERNS!

SIMON HAD IT ALL -- AND I HAD NOTHING! AND YOU KNOW IT! AND NOW --



-- NOW YOUR YAPPING HOLOGRAM FORM ISN'T ANY MORE SUBSTANTIAL THAN SIMON'S ON-AGAIN/OFF-AGAIN ENERGY FORM --

KSSH



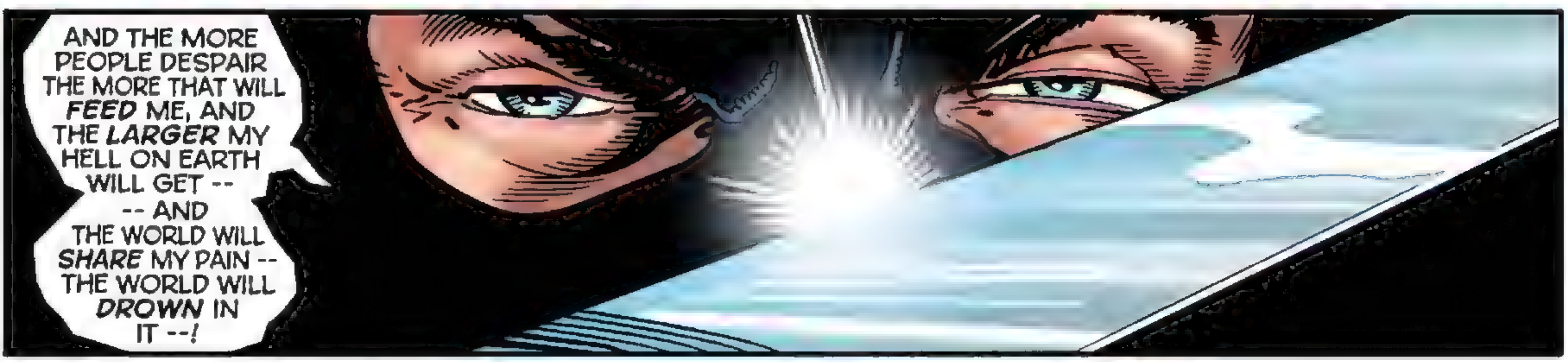
VTTT



-- AND IT'S MY TIME!

I CAN'T HOLD IT IN ANY LONGER! CAN'T SUFFER MY PAIN WHILE HE GETS EVERYTHING -- ALL THE SECOND CHANCES! I'VE GOT TO SHARE IT!

AND I WILL! MY LITTLE REALM -- MY HELL ON EARTH-- IT'S SMALL, AT THE MOMENT, BUT THE WORLD IS WATCHING AS THEIR HEROES LIE HELPLESS -- -- AND THEY'LL DESPAIR, AS I HAVE!



AND THE MORE PEOPLE DESPAIR THE MORE THAT WILL FEED ME, AND THE LARGER MY HELL ON EARTH WILL GET -- -- AND THE WORLD WILL SHARE MY PAIN -- THE WORLD WILL DROWN IN IT --!

THE WORLD WATCHES IN HORROR TODAY, CHILI -- FEARING THAT THE AVENGERS, SO RECENTLY RESTORED TO THEM, WILL BE LOST AGAIN --

BUT THERE'S STILL A CHANCE, STUNT-MASTER -- AS NEW YORK'S OTHER HEROES TRY TO BREAK IN AND FREE THE AVENGERS --!

POW!

KWOM

BTANN

EVEN NOVA-BURSTS DON'T GET THROUGH!

AND THIS PROTONIC CANNON -- IT'S NOT HAVING ANY MORE EFFECT THAN ANY OF THE OTHER WEAPONS I'VE TRIED!

JUST KEEP IT UP -- WE AIN'T LICKED YET!

I THOUGHT -- IF IT'S A FORCE-FIELD, MAYBE I COULD PROJECT MY OWN FORCE-FIELD INTO IT -- SHUT IT DOWN --

THERE'S GOT TO BE A WAY IN, DAREDEVIL -- SOME KIND OF WEAK SPOT!

I CAN'T SENSE ANYTHING, SPIDEY --

-- JUST SMOOTH, ENDLESS FORCE!

-- BUT MY POWER JUST -- SPLASHES AGAINST IT --!

MEGAN MCLAREN FOR CHANNEL 3, MISTER FANTASTIC! DO YOU HAVE AN ESTIMATE OF WHEN THE AVENGERS WILL BE FREED?

I...DON'T KNOW! WE'VE THROWN EVERYTHING IN THE FANTASTIC FOUR'S ARSENAL AT IT -- AND I CAN'T THINK OF ANYTHING ELSE TO TRY!

AND AT REED RICHARDS' WORDS, A SHUDDER GOES THROUGH THE WATCHING CROWD. SOME OF THEM GIVE IN TO DESPAIR --

MEANWHILE, AT AVENGERS MANSION...

-- AND THE FORCE-WALL PUSHES OUTWARD --

THEY'VE BEEN
VERY SPECIFIC.

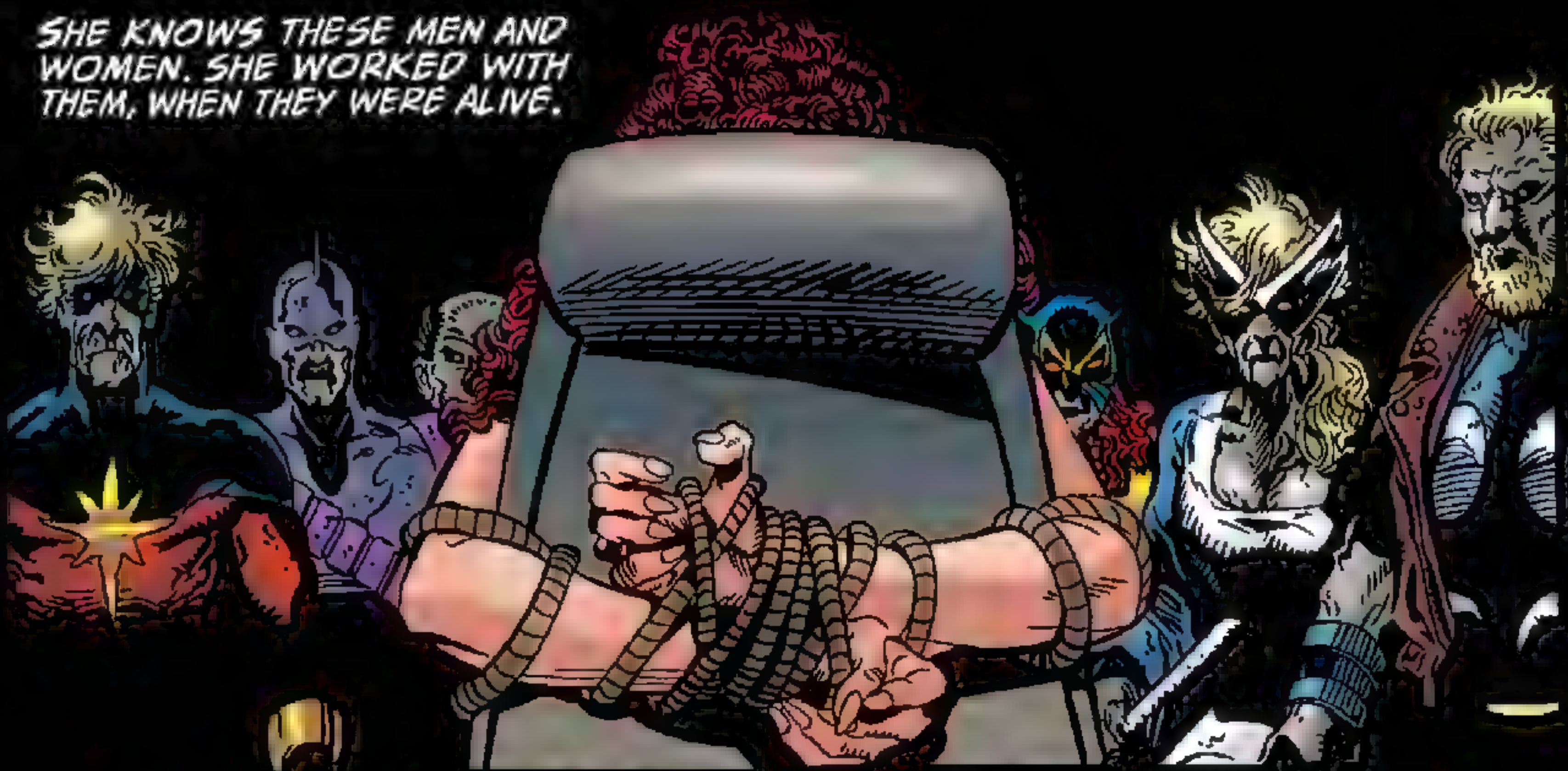
THEY'VE TOLD HER HOW
THE GRIM REAPER LOOSED
THEM -- HOW THEY'RE
BRINGING HIS PAIN -- HIS
DESPAIR -- TO THE WORLD.

THEY'VE TOLD HER HOW
THEY'LL MURDER MILLIONS,
RAVAGE CITIES, DESTROY
MONUMENTS --

-- BUT THAT FIRST, SHE'LL
DIE AT THEIR HANDS -- AND
THAT THEY'LL DISPLAY HER
FLAYED, BROKEN BODY
TO THE CROWDS OUTSIDE.

AND SHE'S SAID
NOTHING.

SHE KNOWS THESE MEN AND
WOMEN. SHE WORKED WITH
THEM, WHEN THEY WERE ALIVE.

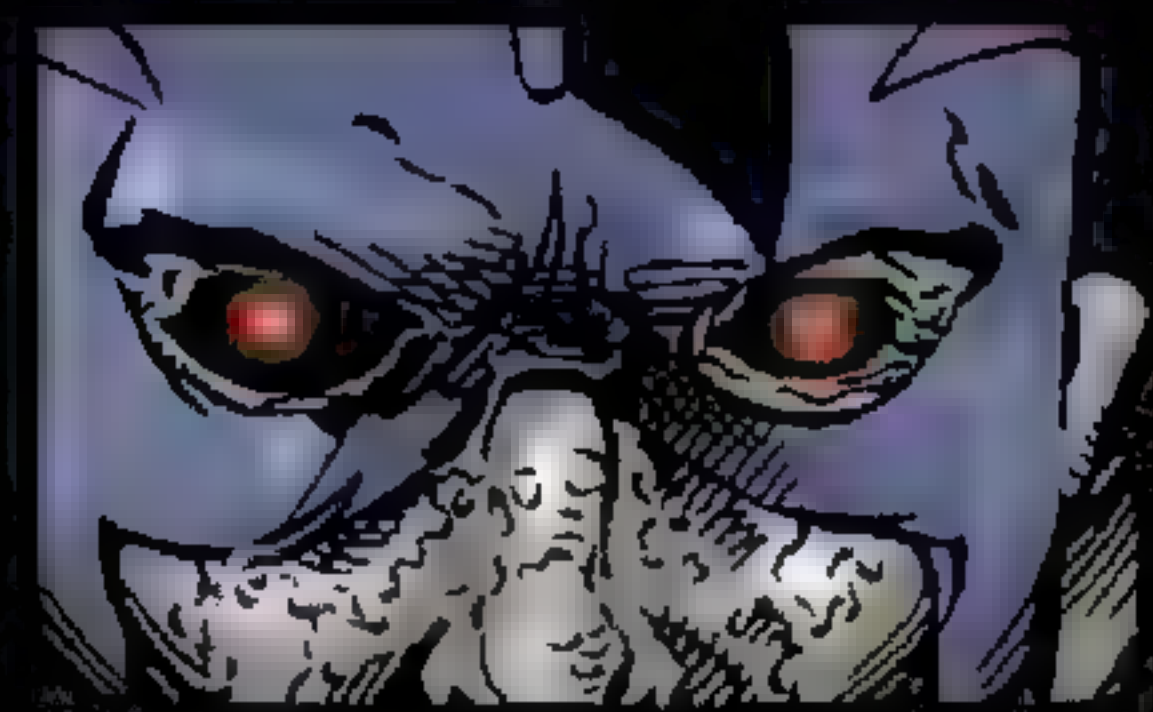


SHE GRIEVED
FOR THEM
WHEN THEY
DIED.



CAPTAIN MAR-VELL
OF THE KREE --
DEAD OF CANCER
AFTER A LIFETIME
OF HEROISM.

YOU LIVED,
WITCH -- YOU
LIVED WHEN
WE DIED!



YOU GOT THE
GLORY -- AND
ALL WE GOT
WAS A COLD
GRAVE!

THE SWORDSMAN --
LAID DOWN HIS LIFE
TO SAVE THE WOMAN
HE LOVED.

DR. DRUID -- MURDERED,
HIS BODY BURNED ALMOST
BEYOND RECOGNITION.

WELL, WE'RE
TAKING BACK WHAT
WE'VE EARNED --
WHAT YOU'VE
HAD!



WE'RE
TAKING OUR
SHARE -- OUR
RIGHT!

HELLCAT -- AN APPARENT
SUICIDE, AFTER BEING
DRIVEN MAD BY HER
DEMONIC HUSBAND.

MOCKINGBIRD --
DIED SAVING HER
HUSBAND FROM
THE DREAD
MEPHISTO.

THE WORLD
WILL KNOW OUR
PAIN, WANDA
MAXIMOFF --

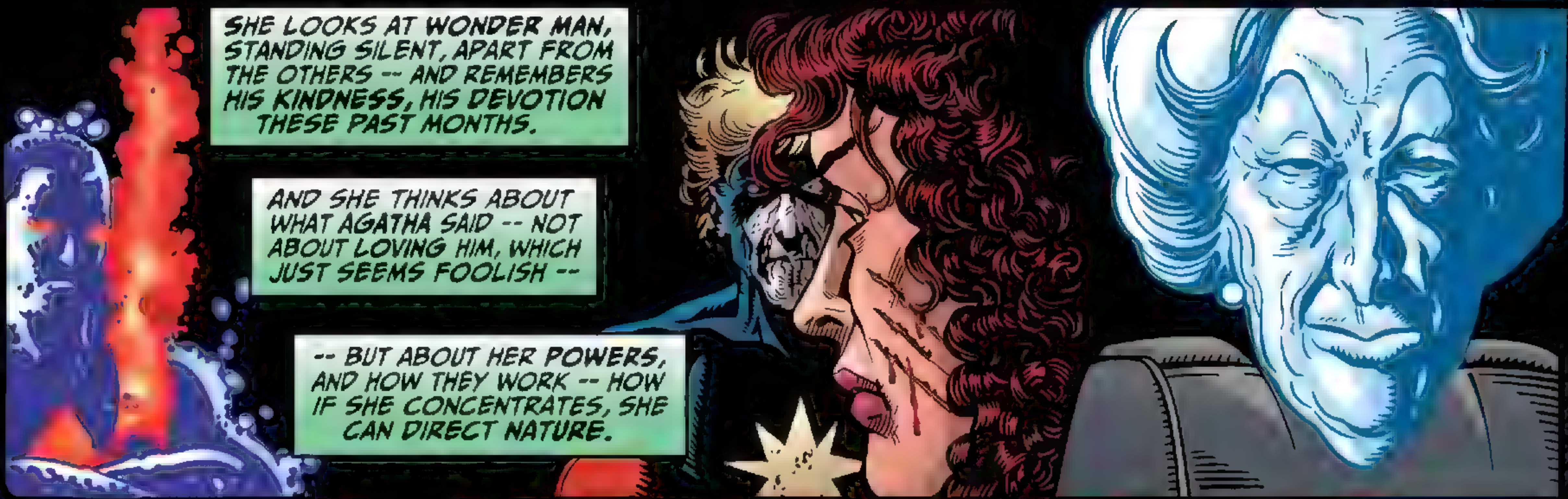


THEY'LL KNOW
OUR PAIN -- AND
DESPAIR!

THUNDERSTRIKE --
SACRIFICED HIMSELF
TO CONTAIN THE EVIL
OF THE ASGARDIAN
BLOOD-AXE.

AND WONDER
MAN -- DIED
PREVENTING AN
ALIEN INVASION
OF EARTH.





SHE LOOKS AT WONDER MAN, STANDING SILENT, APART FROM THE OTHERS -- AND REMEMBERS HIS KINDNESS, HIS DEVOTION THESE PAST MONTHS.

AND SHE THINKS ABOUT WHAT AGATHA SAID -- NOT ABOUT LOVING HIM, WHICH JUST SEEMS FOOLISH --

-- BUT ABOUT HER POWERS, AND HOW THEY WORK -- HOW IF SHE CONCENTRATES, SHE CAN DIRECT NATURE.

AND SHE CONCENTRATES.



AND SHE FEELS THE POWER SEETHING WITHIN HER, BUT SHE DOESN'T RELEASE IT.

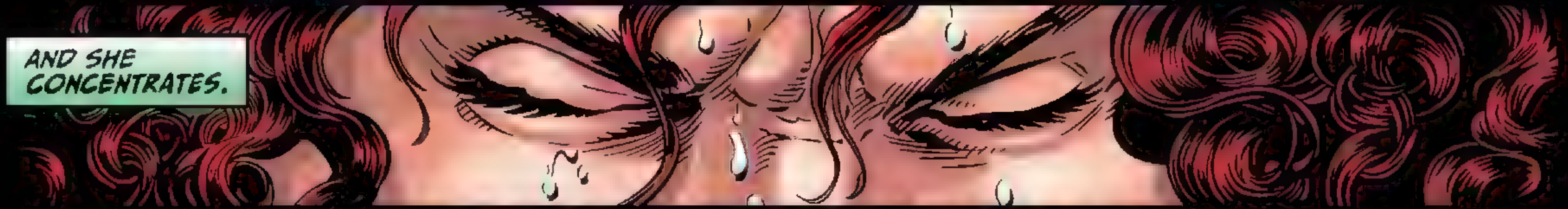


WHAT --

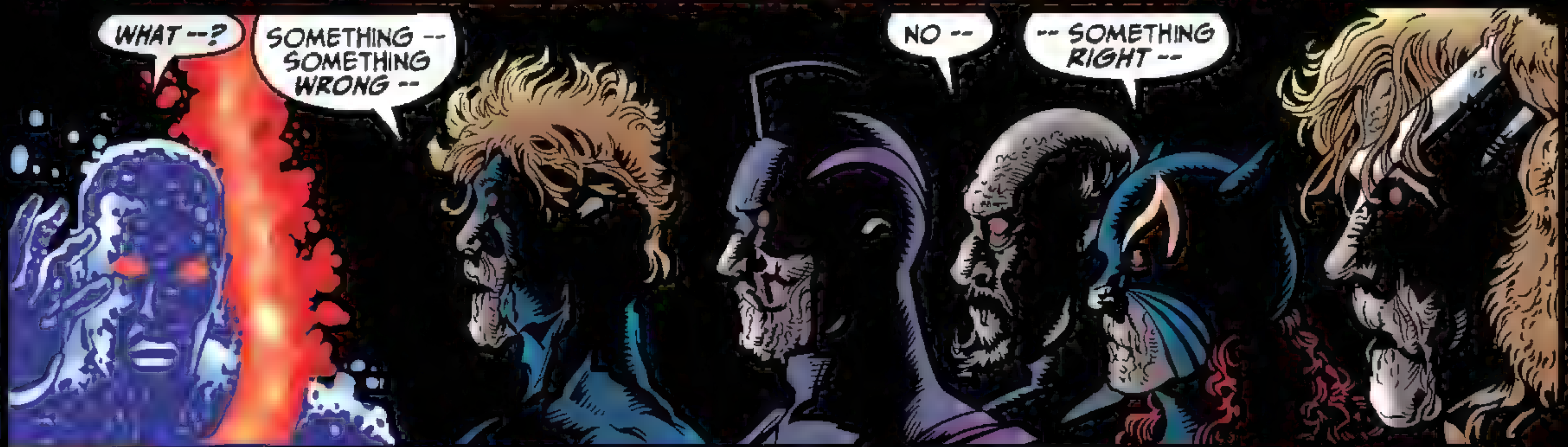
SOME-THING --

MY HEAD --

-- MY HEART --



AND SHE CONCENTRATES.

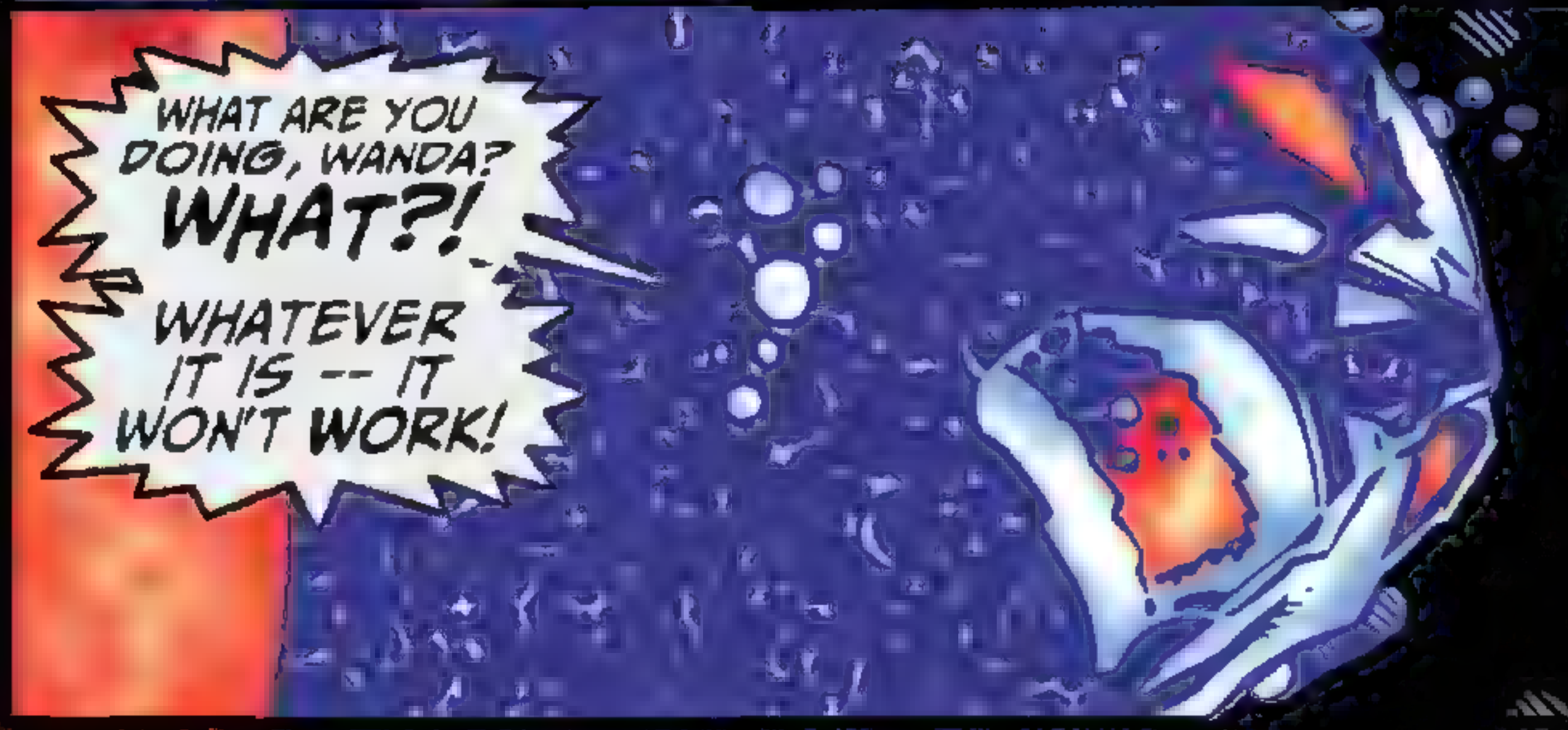


WHAT --?

SOMETHING -- SOMETHING WRONG --

NO --

-- SOMETHING RIGHT --



WHAT ARE YOU DOING, WANDA? WHAT?!
WHATEVER IT IS -- IT WON'T WORK!



OH, WON'T IT?

YOU'RE NOT YOURSELVES,
ANY OF YOU! THE THINGS
YOU'RE SAYING -- THEY'RE
NOT COMING FROM
THE AVENGERS I
KNEW --

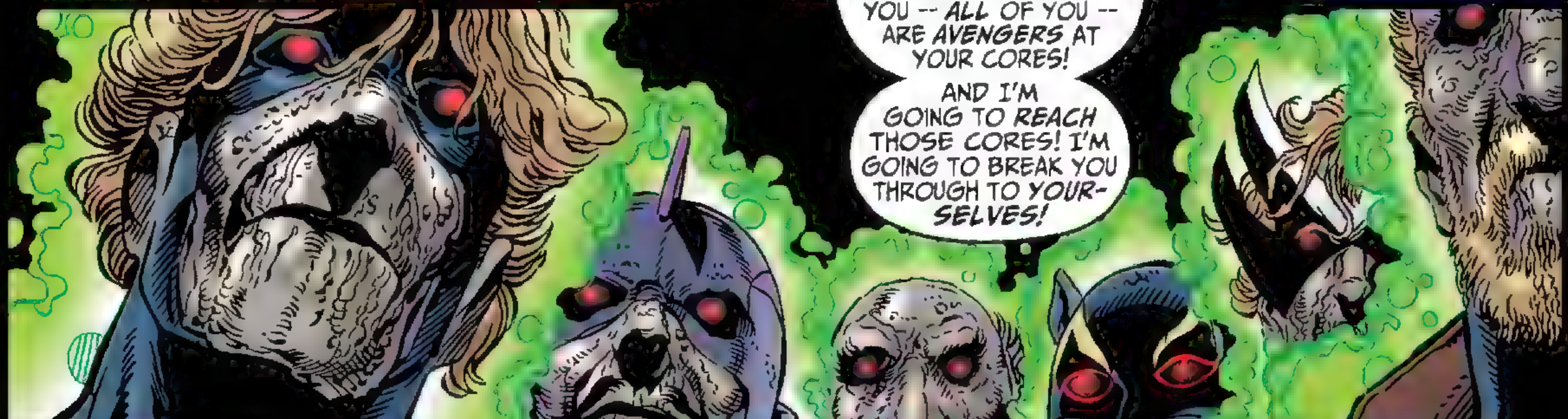
-- BUT
FROM THE GRIM
REAPER!

I DON'T
KNOW EXACTLY
WHAT HE'S DONE --
BUT I CAN FEEL IT!
HE'S CREATED BODIES
FOR YOU -- BROUGHT
BACK YOUR
SPIRITS --

-- BUT THEY'RE ALL
TANGLED UP, ALL
KNOTTED WITH
HIS ANGER AND
PAIN!

WELL, I
DON'T CARE WHAT
HE'S DONE TO YOU --
I KNOW THE TRUTH!
DEEP DOWN, EACH OF
YOU -- ALL OF YOU --
ARE AVENGERS AT
YOUR CORES!

AND I'M
GOING TO REACH
THOSE CORES! I'M
GOING TO BREAK YOU
THROUGH TO YOUR-
SELVES!

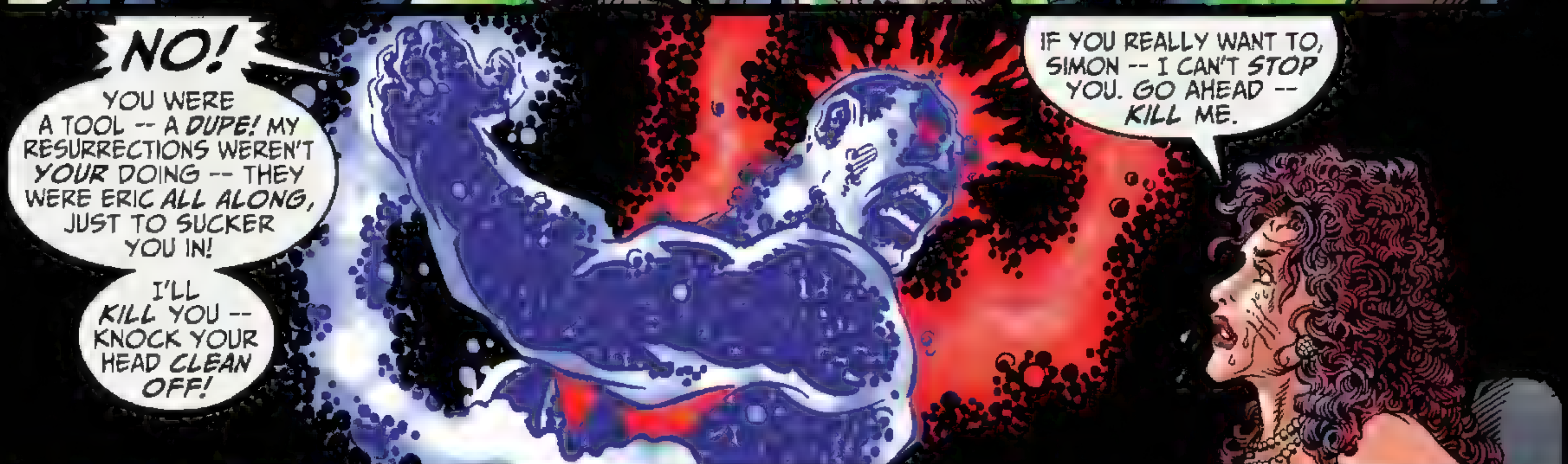


NO!

YOU WERE
A TOOL -- A DUPE! MY
RESURRECTIONS WEREN'T
YOUR DOING -- THEY
WERE ERIC ALL ALONG,
JUST TO SUCKER
YOU IN!

I'LL
KILL YOU --
KNOCK YOUR
HEAD CLEAN
OFF!

IF YOU REALLY WANT TO,
SIMON -- I CAN'T STOP
YOU. GO AHEAD --
KILL ME.



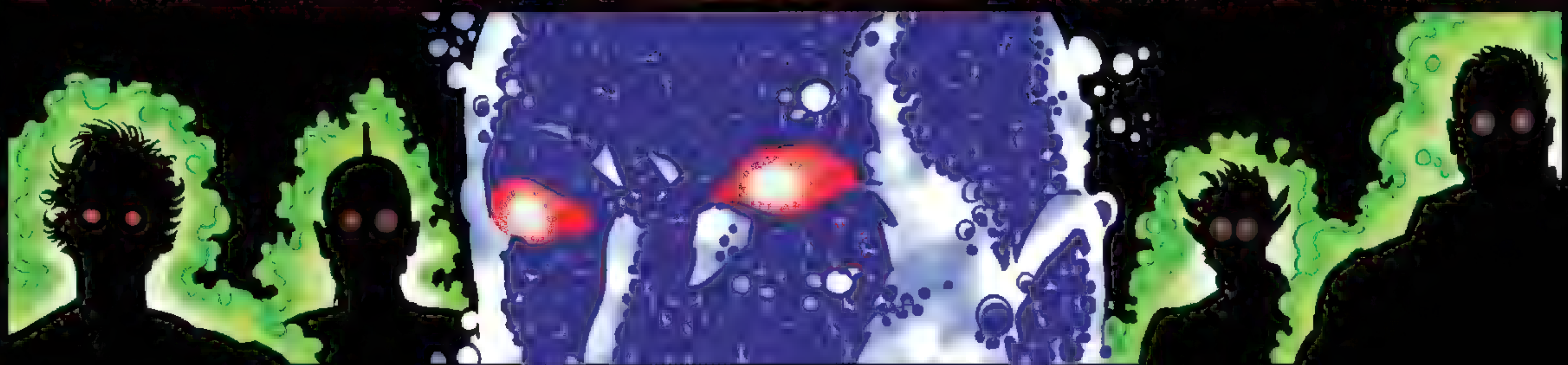
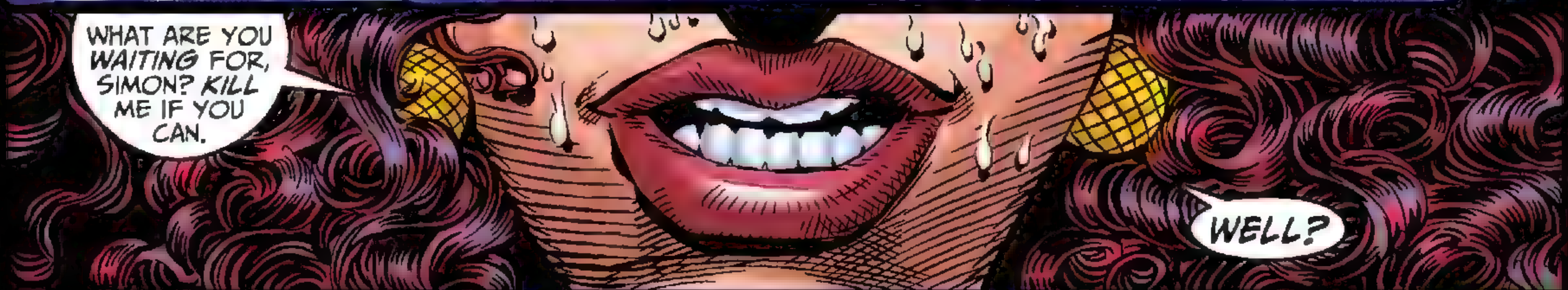
IF YOU'RE REALLY THE
REAPER'S CREATURE -- IF
EVERYTHING YOU'VE SAID AND
DONE SINCE I BROUGHT
YOU BACK WAS JUST
A SHAM --

-- THEN
YOU'LL HAVE
NO TROUBLE
DOING IT.



WHAT ARE YOU
WAITING FOR,
SIMON? KILL
ME IF YOU
CAN.

WELL?



AND MOMENTS LATER, OUTSIDE...

WHAT IN --?

OH, MAN. I DON'T KNOW WHAT THAT'S ALL ABOUT --

"-- BUT I'M BETTING IT'S NOT GOOD!"

THE ROPES ARE ORGANIC -- NATURAL. THEY BEND TO HER WILL LIKE WHEAT IN A STIFF BREEZE.

THERE! NOW TO SEE TO JARVIS --

-- AND THEN FIND THE AVENGERS!

NO.

HUH? WHO --?

AGATHA?

NO, CHILD. YOUR PLACE -- FOR THE SAFETY OF THE WORLD --

-- MUST BE HERE.

I DON'T KNOW HOW YOU GOT HERE FROM WHISPER HILL -- BUT MY PLACE IS WITH MY TEAM-MATES!

-- AT CENTRAL PARK, THE HEROES' EFFORTS CONTINUE. AND NOW MY CO-HOST, THE STUNT-MASTER, HAS GONE TO JOIN THE EFFORT --

-- AND FOR ON-THE-SPOT COVERAGE, I TURN YOU OVER TO MEGAN MCLAREN --

BOOM!

THAK

THANKS, CHILI. THE STUNT-MASTER WILL BE USING HIS JET-ASSISTED STUNT-CYCLE 2000 --

HE'LL BE -- **WHAT?!**

HOOOO-BOY!

WHAT YOU SAID, SPIDER-MAN.

I CAN'T JUST SIT BY AND WATCH -- JUST TALK ABOUT IT! I'VE GOT TO TRY -- GOT TO DO SOMETHING!

STUNT-MASTER -- **WAIT! YOU CAN'T --**

JET-THRUSTERS PROBABLY AREN'T ENOUGH -- BUT I'VE GOT TO --

-- GOT TO TRY --

WAAAAH!

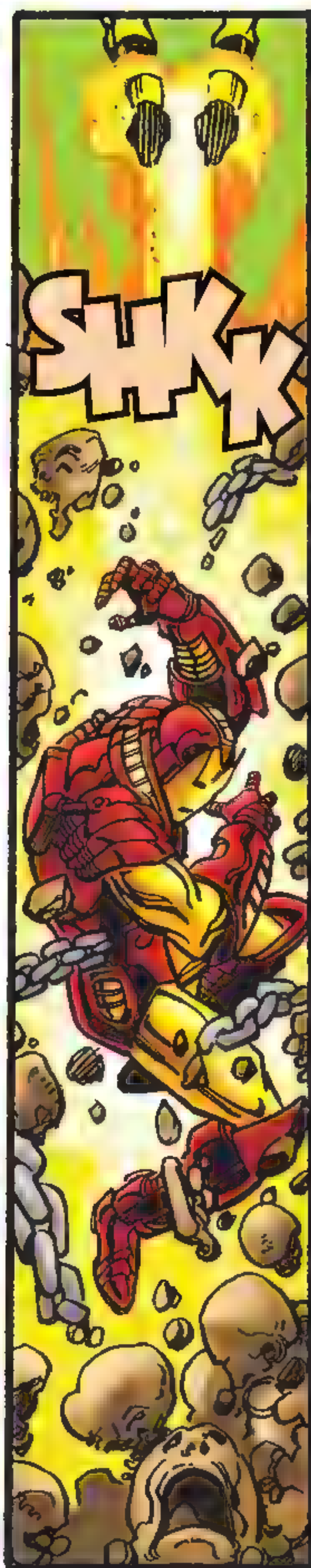
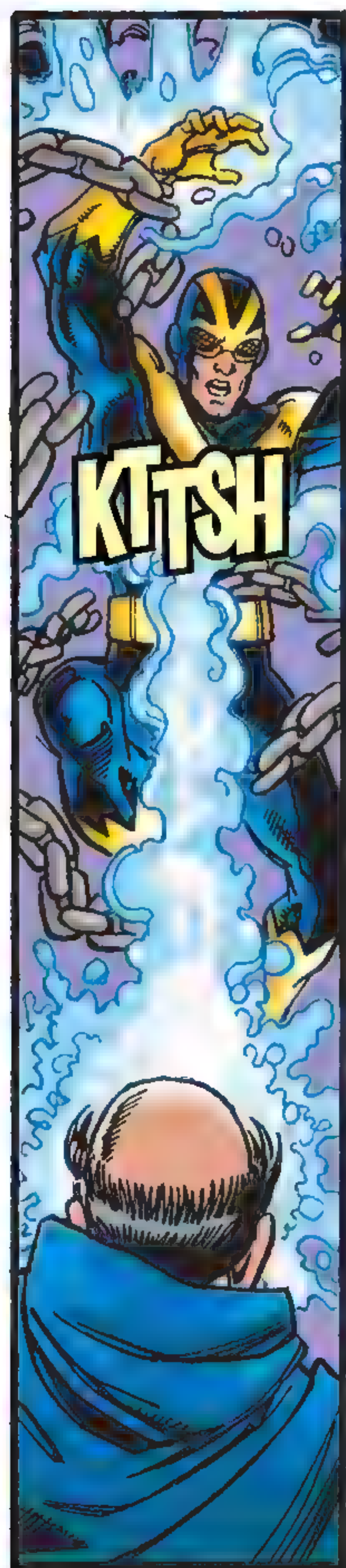
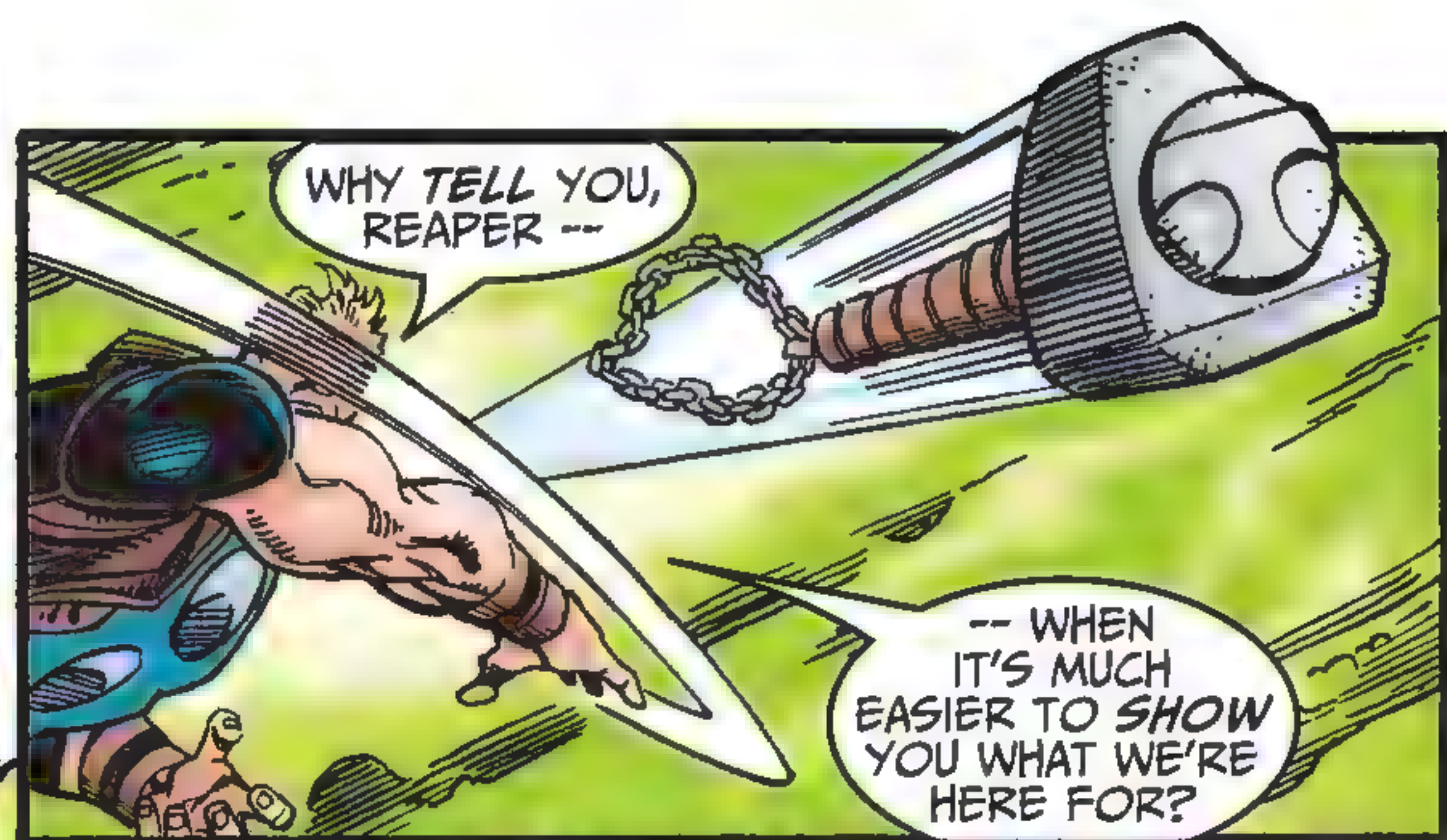
GOT HIM! WHAT WAS HE THINKING, TRYING SOMETHING LIKE THAT?

HE WUZ JUST TRYIN' TA HELP, SUZIE -- JUST LIKE THE REST A' US.

AND IT'S NOT LIKE HE DID ANY WORSE THAN WE'RE -- HUH?

OH, MAN. THOSE ARE THE GUYS WHO TORE OUTTA HERE EARLIER, AN' NOW THEY'RE --

-- I HOPE THIS AIN'T MORE BAD NEWS --!"



"AND AVENGERS
WILL OPPOSE
YOU --

"TO THE
BITTER
END --

"-- AND
BEYOND."

NOW SURRENDER,
ERIC. YOU ONLY STARTED
BEING THE GRIM REAPER
BECAUSE YOU THOUGHT
I WAS DEAD -- THAT
THE AVENGERS
KILLED ME.

BUT
THOSE TIMES
ARE OVER -- WE
BOTH KNOW THAT.
LET US HELP YOU --
LET'S PUT AN END
TO ALL THIS
ENMITY.

NO!

THIS ISN'T
GOING TO TURN
INTO ONE OF YOUR
TRIUMPHS! NOT ANOTHER
CHANCE FOR SIMON TO
PLAY THE HERO AND ERIC
TO PLAY THE HEAVY!

NO MORE SECOND
CHANCES! NO MORE
COMEBACKS! YOU'VE
GOT TO SUFFER AS I
HAVE -- AND YOU
WILL!

AS LONG AS I
CAN STILL REND THE
FABRIC BETWEEN
REALMS --

-- AND
BRING
THROUGH THE
DENIZENS OF
THE OTHER
SIDE!

YOU HAVE
NO HOPE, AVENGERS!
NO HOPE AT ALL! I CAN
BRING THROUGH AS
MANY AS IT TAKES --

"-- AS MANY
AS IT TAKES
TO SLAY
YOU ALL!"

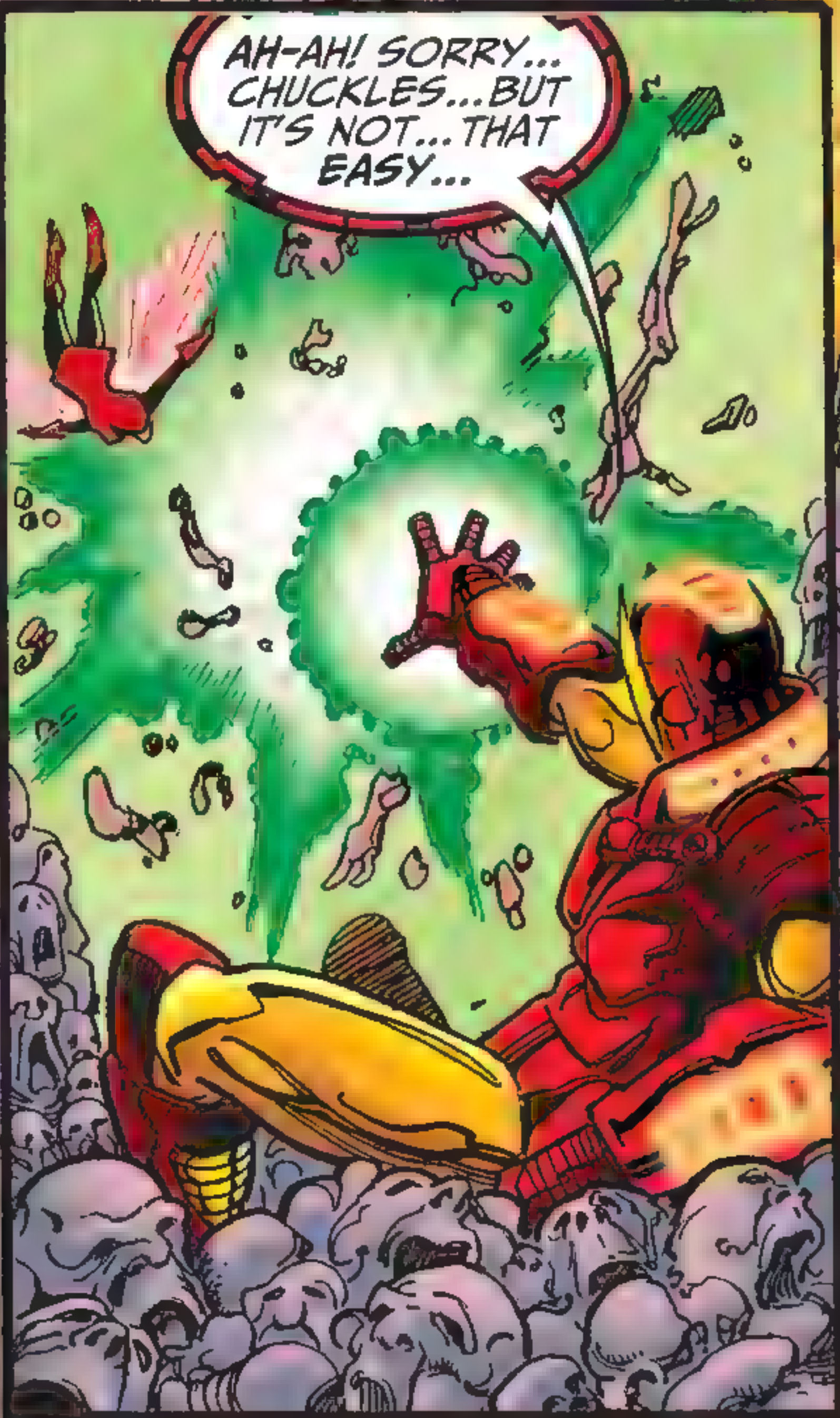


YOU'RE
WRONG, REAPER!
THERE'S ALWAYS
HOPE!

HE IS
CORRECT,
MADMAN!

THE
AVENGERS
STAND FOR THAT
HOPE -- FIGHT
FOR THAT
HOPE --

-- AND
THEY NEVER --
NEVER -- GIVE
UP!



AH-AH! SORRY...
CHUCKLES... BUT
IT'S NOT... THAT
EASY...



IRON MAN -- HE
CAN'T EVEN STAND!
BUT HE'S STILL
FIGHTING -- WITH
EVERYTHING HE'S
GOT --!

THUNDERSTRIKE --
MOCKINGBIRD --
ALL OF THEM! THEY
DIED -- THEY MADE
THE ULTIMATE
SACRIFICE --
BUT NOW,
THEY'RE --



YEAH, VANCE --
THEY ARE.
YOU KNOW --
I THINK I'M STARTING
TO UNDERSTAND WHAT
YOU SEE IN THESE
GUYS --!

WHAT DO YOU MEAN, AGATHA?!

THE BATTLE'S OUT THERE! I'VE GOT TO GO TO THEM -- GOT TO HELP THEM!

AH, MY CHILD... THERE IS STILL SO MUCH YOU DON'T UNDERSTAND.

...INSTEAD OF TRUSTING YOUR FEELINGS, AND SIMPLY BEING WHAT YOU ARE. YOUR TRUE BATTLE... LIKE ALL BATTLES, ULTIMATELY...

...LIES IN HERE.

YOU MUST REACH OUT TO THE MAN... TO YOUR SIMON. FOR THE REAPER'S POWER IN THIS PLANE IS BOUND UP IN HIM.

I -- I THINK I UNDERSTAND.

YOU SAID THE BOUNDARIES BETWEEN LIFE AND DEATH WERE WEAK, DUE TO SIMON'S BEING STUCK IN-BETWEEN. AND THE REAPER'S USING THAT.

SO IF I CAN CLOSE THAT RIFT -- BRING BACK SIMON FULLY -- THEN THE REAPER'S POWER WILL BE BROKEN.

NOT QUITE, MY PET, NOT QUITE...

...BUT IT'S AS GOOD A PLACE AS ANY TO START.

AND THE YOUNG MUTANT CONCENTRATES ONCE AGAIN --

-- AND THE POWER FLOWS FROM HER HEART, WILD AND UNTAMED -- AND SHE REACHES INTO IT, THROUGH IT.

AND SHE THINKS OF SIMON, SENDS HER THOUGHTS OUT TO HIM --

-- AND SHE CAN SEE HIM --

YOU SPEND SO MUCH TIME IN TURMOIL... THINKING ABOUT WHO YOU SHOULD BE, WHAT YOU SHOULD BE DOING...

-- SHE'S WITH HIM, EVEN ACROSS THE SPACE THAT SEPARATES THEM --

GIVE IT UP, ERIC!

NEVER!
IT'S MY TIME,
SIMON! MY
TURN!

I WON'T
BE CAST
ASIDE
AGAIN --!

AND IT'S LIKE AGATHA SAID -- SHE HAS TO LOVE SIMON TO BRING HIM THROUGH -- HAS TO RETURN HIS FEELINGS --

-- AND SHE TRIES -- SHE THINKS BACK --

HE WAS SO KIND, AFTER HIS FIRST RESURRECTION -- SO KIND AND ATTENTIVE --

YOU REALLY THINK THE AVENGERS'LL LIKE THESE CHRISTMAS PRESENTS, WANDA? I'VE BEEN GONE SO LONG --

TRUST ME, SIMON -- THEY'LL LOVE 'EM.

BUT SHE WAS MARRIED THEN -- MARRIED TO A MAN WHO SHARED HIS BRAIN PATTERNS --O

AND IN BATTLE HE WAS SO NERVOUS -- SO VULNERABLE DESPITE HIS POWER --

IF I HAD THE GUTS AND SAVVY THAT ANY OTHER AVENGER HAS, YOU'D BE PULPED BY NOW, NEFARIA!

-- SO LIKE THE VISION, IN HIS WAY.

AND THEN IN CORNWALL --

-- I GUESS I GOT A LITTLE CARRIED AWAY.

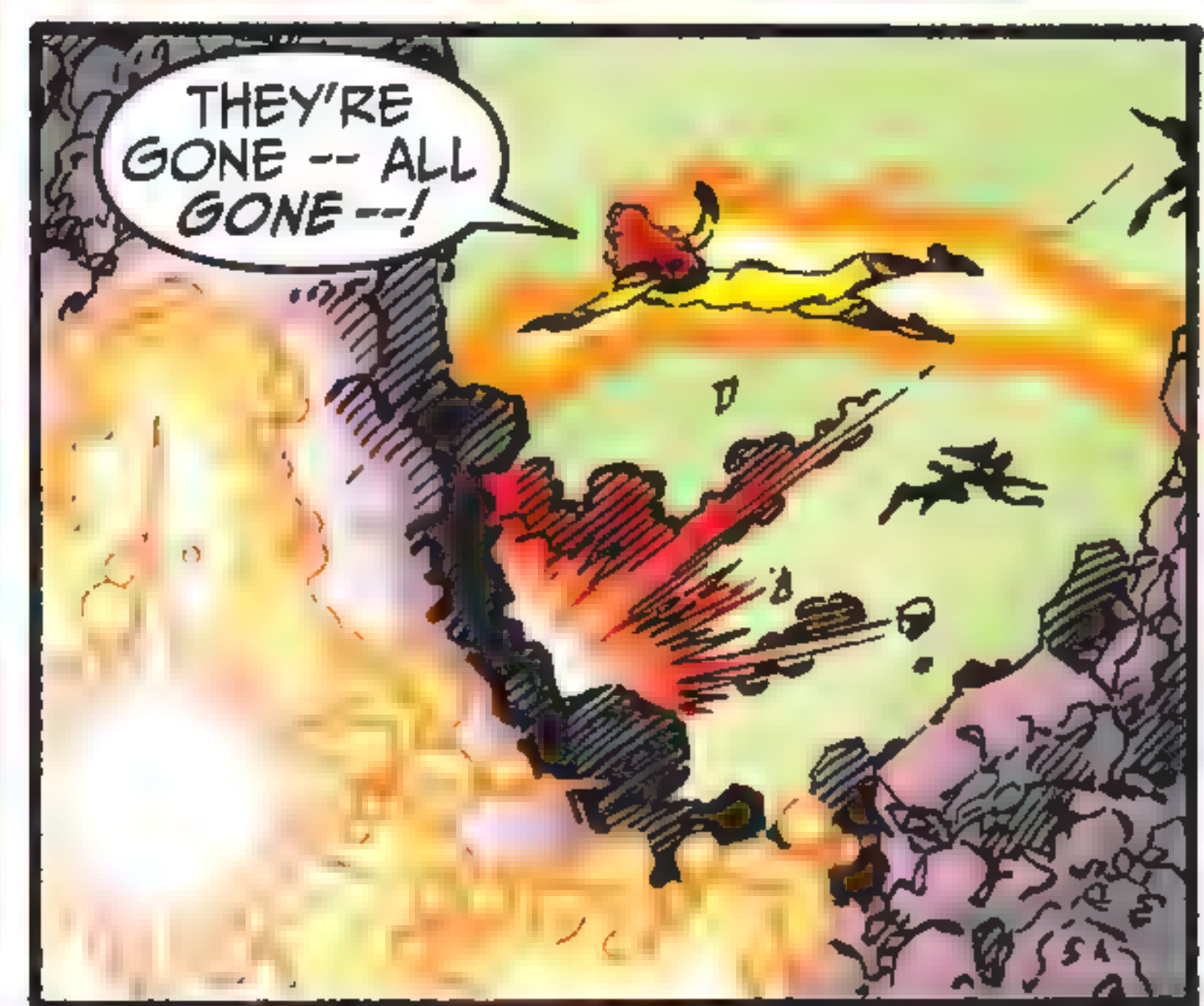
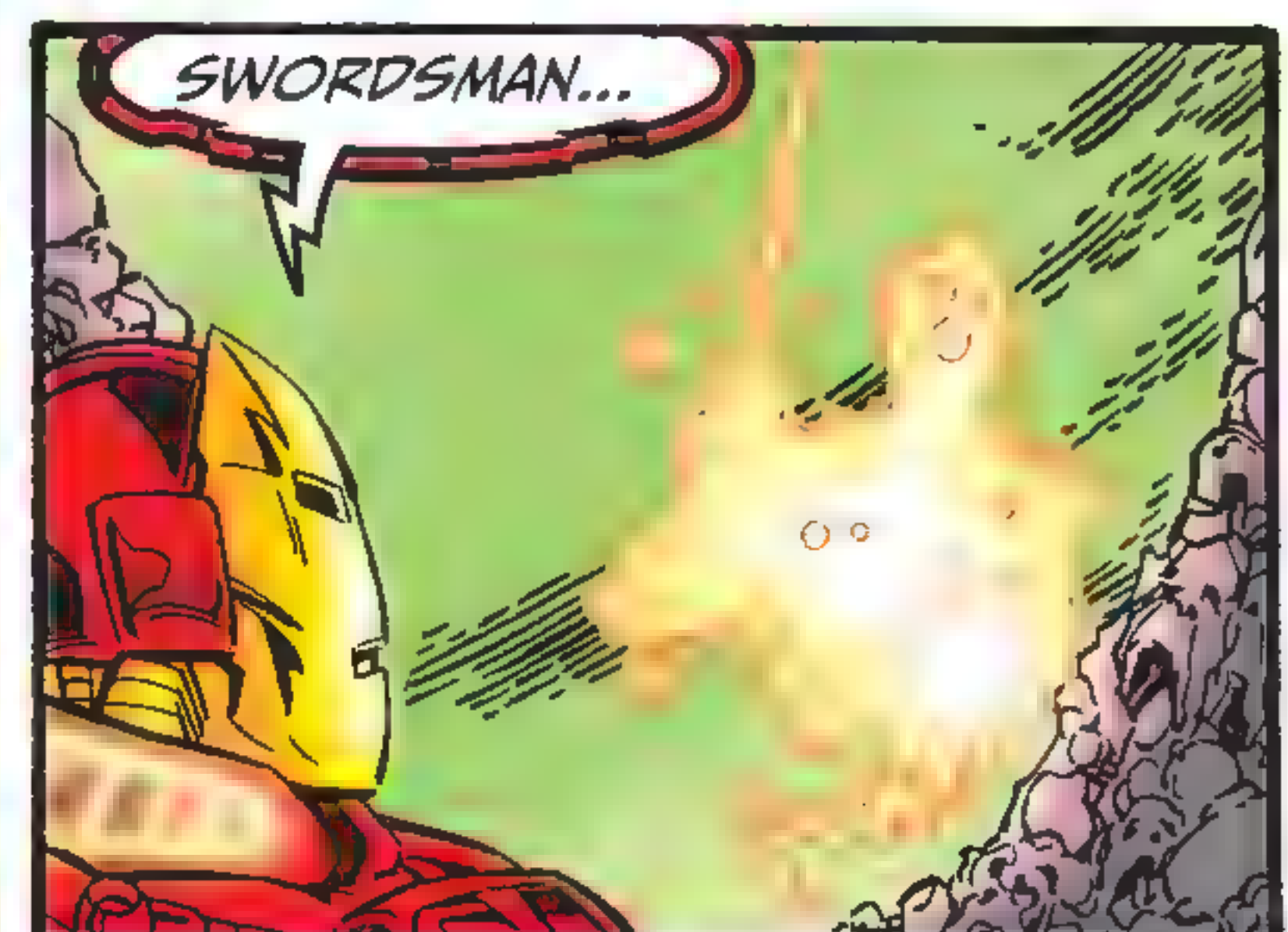
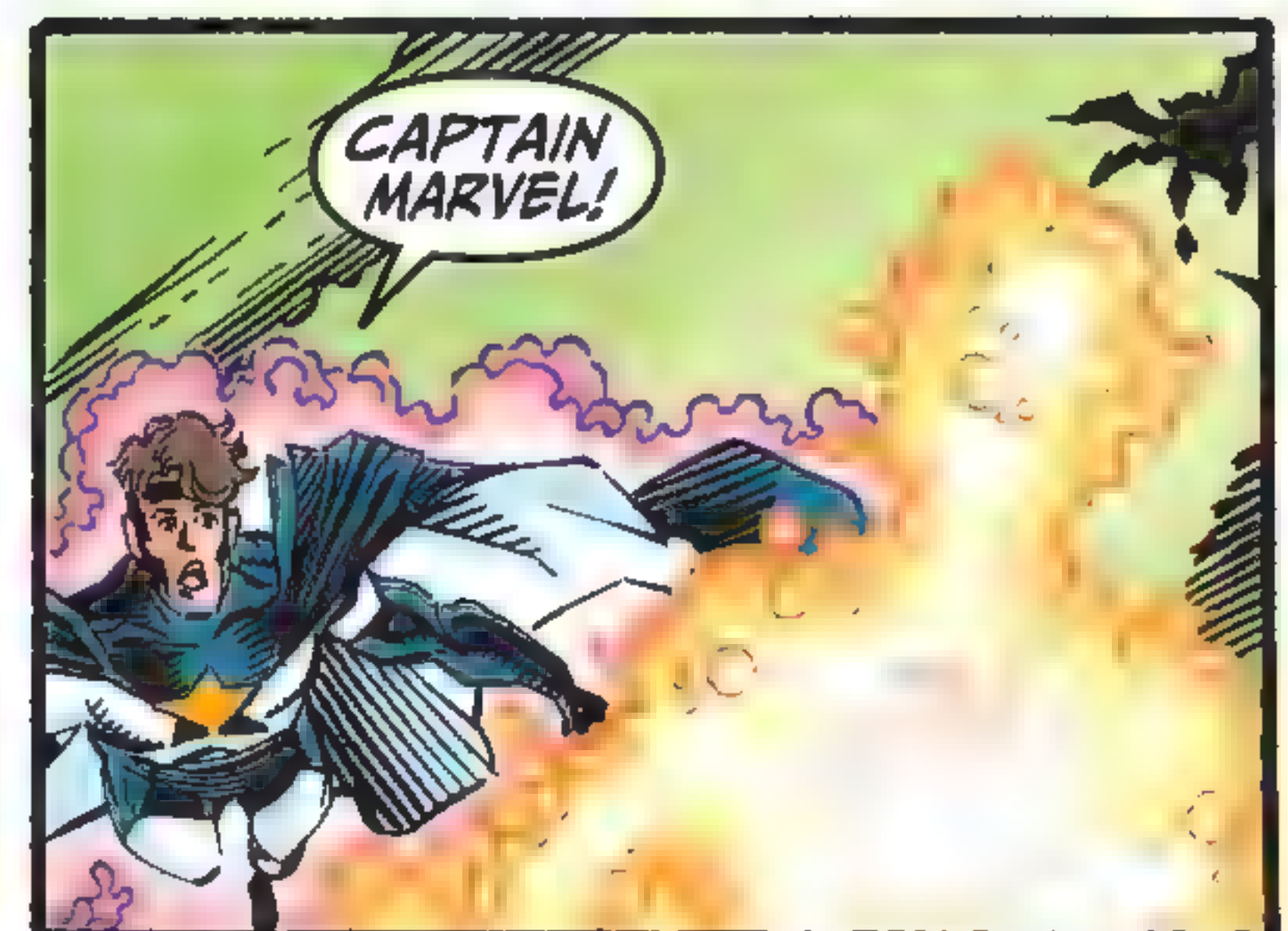
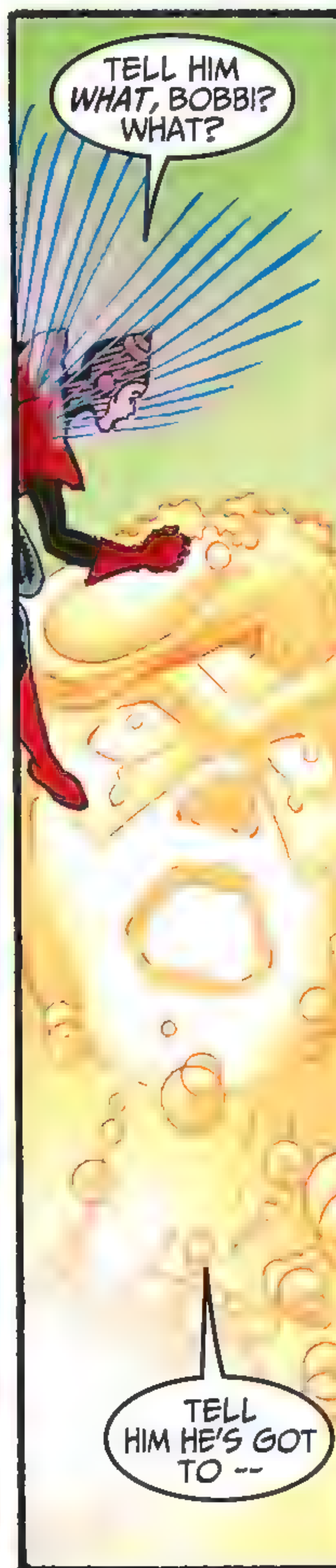
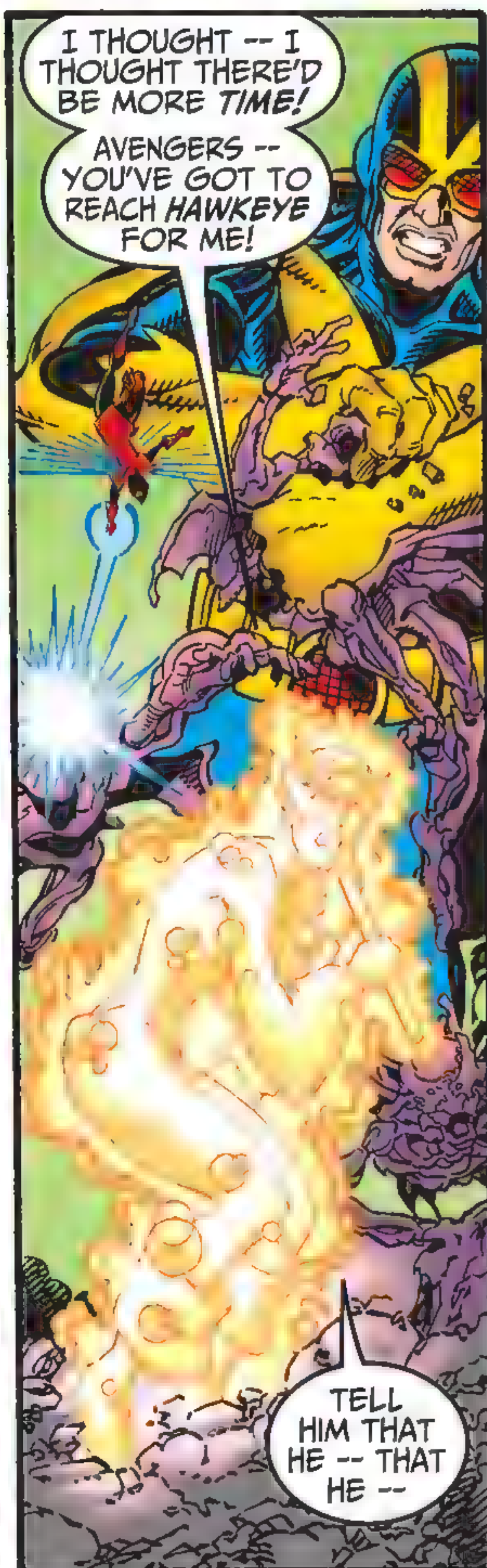
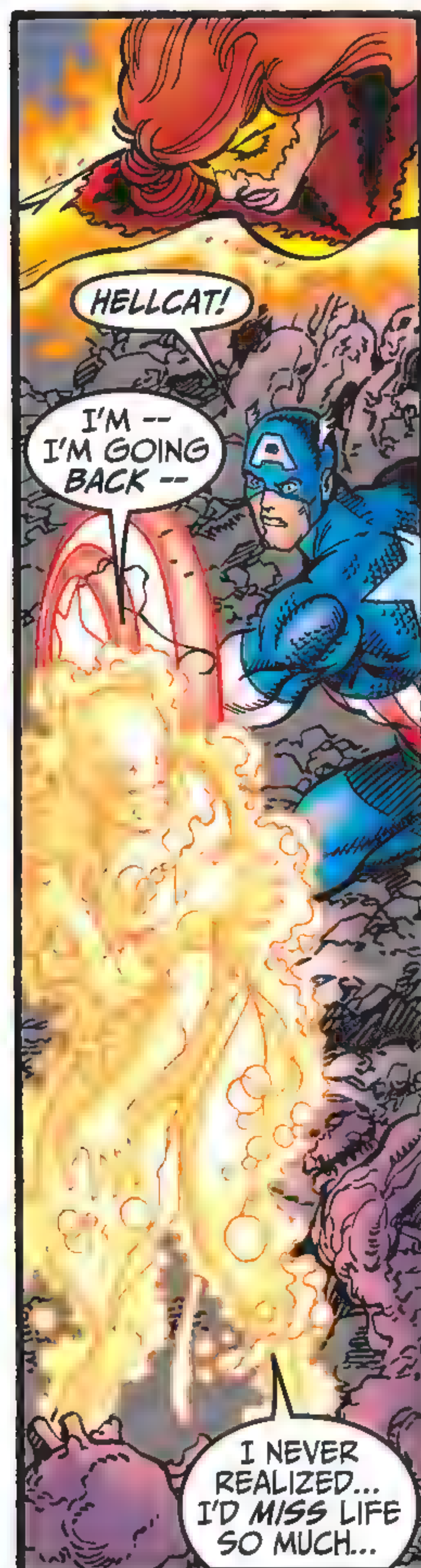
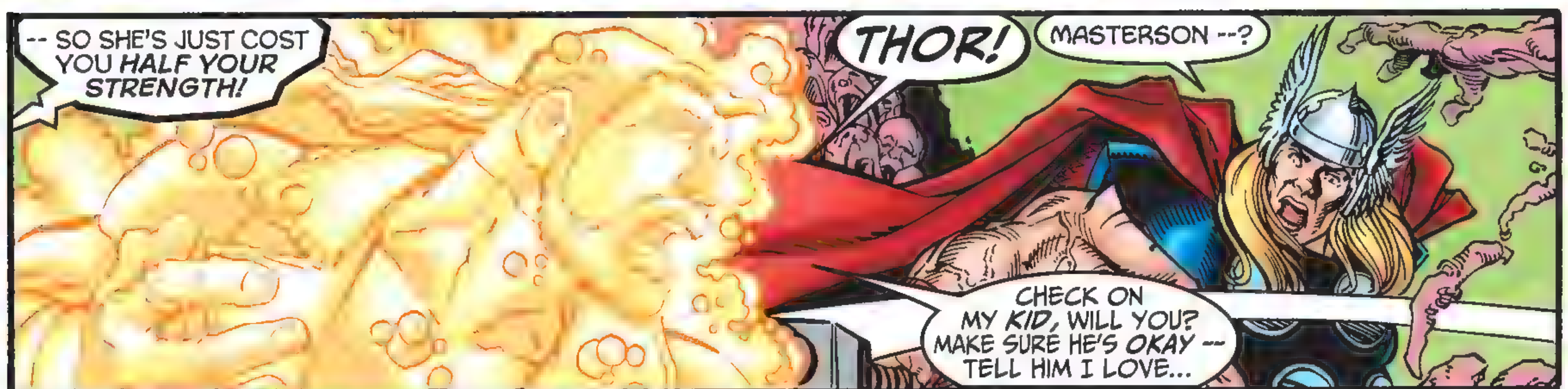
-- HE WAS SO DEVOTED, SO SOLICITOUS.

HE LOVES HER -- SHE'S ALWAYS KNOWN THAT, EVEN WHEN SHE WOULDN'T ADMIT IT TO HERSELF. AND HE'S A GOOD MAN.

ALL SHE'S GOT TO DO -- JUST LOVE HIM BACK --

AND SHE TRIES TO MAKE HERSELF -- BUT HARD AS SHE TRIES --

-- SHE DOESN'T KNOW IF SHE CAN --



BUT I'M HERE!
I'M STILL
HERE!

THE OTHERS -- THEY HAD
NO ANCHOR, ONCE THEIR
GATEWAY WAS GONE!
BUT I'M STILL LINKED
TO SIMON -- BY MY
HATRED, BY MY
PAIN --

-- AND THAT
MEANS I'VE
WON!

**I'VE
WON!**

I SAY
THEE
NAY
REAPER!

THOSE
HEROES YOU
DID USE -- THOSE
MEMORIES YOU DID
DESPOIL -- THEY
WERE OUR
COMRADES! OUR
BRETHREN!

AND FOR
THAT, FOUL
ONE, I SWEAR
TO THEE --

WHOA.

-- THERE WILL BE A
RECKONING!

KROOM

THAT'S
OUR THOR,
JUSTICE. HE
GETS MAD
REAL GOOD,
DOESN'T
HE?

SHE CONCENTRATES -- EVERY
MUSCLE CLENCHED, HER HEAD
POUNDING --

-- BUT SHE CAN'T
BRING HIM ANY
FURTHER --
CAN'T BRING HIM
THROUGH.

RELAX, CHILD. STOP
TORMENTING
YOURSELF...

BUT -- BUT
IF I LET UP --
I'LL LOSE
HIM --

AND THEN SHE SEES IT -- REALIZES HER MISTAKE.
SHE CANNOT FORCE HERSELF TO LOVE -- HIM, OR
ANYONE.

BUT DEEP WITHIN HER, SHE HAS ALWAYS
RETURNED HIS FEELINGS, ALWAYS BEEN
ATTRACTED TO HIS SHY SMILE, HIS
EMBARRASSED CHUCKLES.

BUT SHE
DENIED THE
FEELINGS --
WALLED THEM
OFF. SHE WAS
MARRIED,
AFTER ALL --

-- AND AFTER THAT WAS OVER,
HE WAS TOO LIKE THE VISION IN
HIS TENTATIVENESS, HIS MASKED
VULNERABILITY.

SHE CAN'T FORCE
LOVE. CAN'T PUSH
IT. SHE HAS TO
LET GO --

-- LET GO, AND LET
THE FEELING OUT --

-- ALLOW HERSELF
TO LOVE HIM --

AND IN THAT MOMENT,
AS HER HEART MAKES
THAT BOND --

S-SIMON...?

WAN-
WANDA...

OH,
SIMON -- IT
WORKED! YOU'RE
HERE -- YOU'RE
WHOLE! IT'S
OVER...

N-NO,
WANDA...

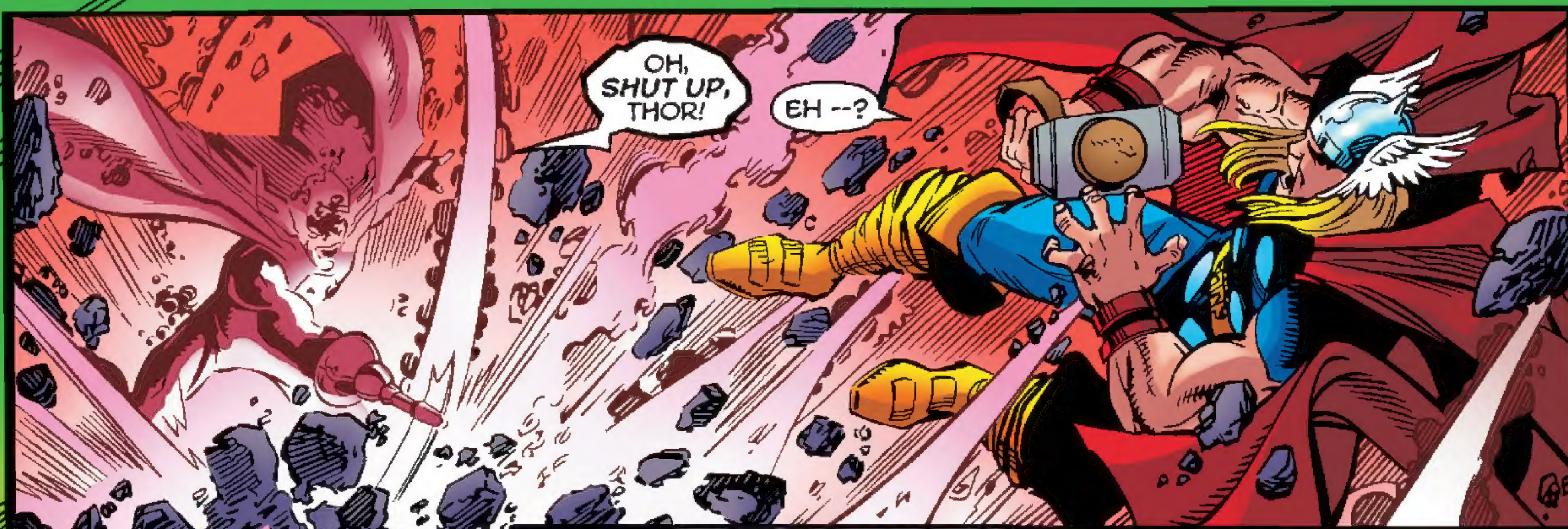
...IT'S
NOT OVER
YET...

DO YOU
FEEL IT, THOR?
I GROW STRONGER --
STRONGER! THE POWER
OF A WORLD'S FEAR --
A WORLD'S **DESPAIR** --
FLOWS INTO
ME --

-- AND
NOT EVEN
YOU CAN STAND
AGAINST
IT!

THOU
ART **STRONG**,
REAPER -- I
DO ADMIT
IT!

BUT STILL
I RESIST THEE --
AS E'ER I WILL!
UNTIL THOU LIEST
DEFEATED
AT MY --



OH, SHUT UP, THOR!

EH --?

I CANNOT BE STOPPED! I CANNOT BE DEFEATED! IT IS MY TIME --

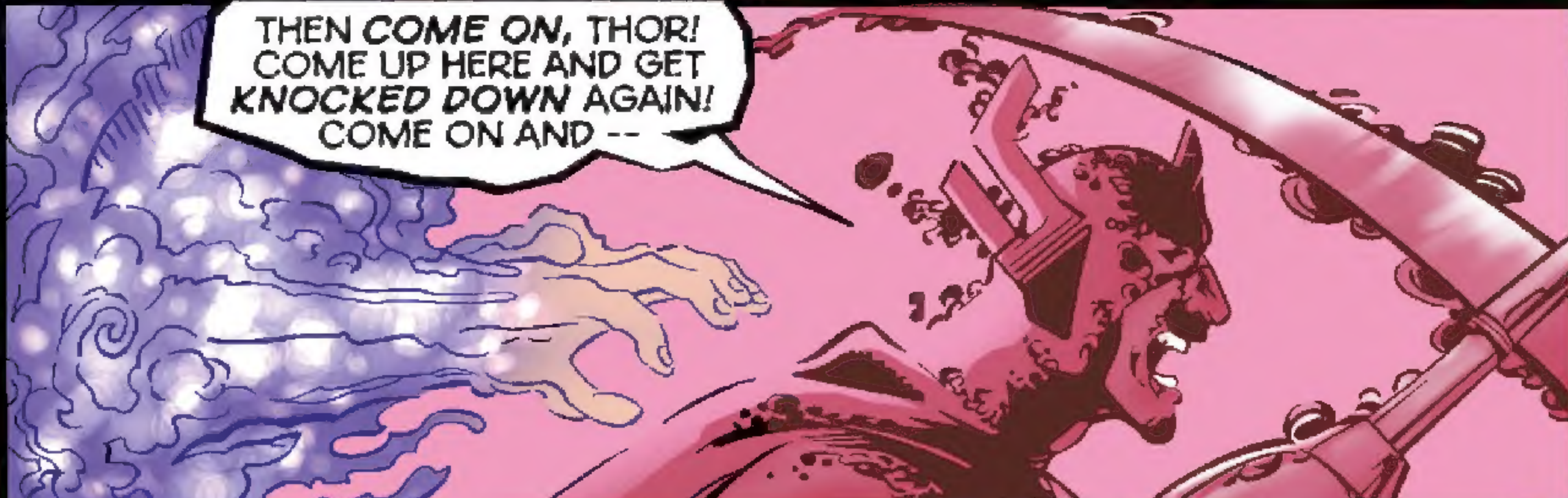
-- THE GRIM REAPER RULES SUPREME!

THEN COME ON, THOR! COME UP HERE AND GET KNOCKED DOWN AGAIN! COME ON AND --



DOST THOU TRULY THINK ONE FALL DETERMINES A BATTLE, REAPER? THOU HAST WON NOTHING.

I STILL STAND AGAINST THEE. THE AVENGERS STAND AGAINST THEE.



WH-WHAT --? ERIC.

NO! NO -- YOU CAN'T DO THIS!

THE WORLD HAS TO FEEL MY PAIN -- MY DESPAIR!

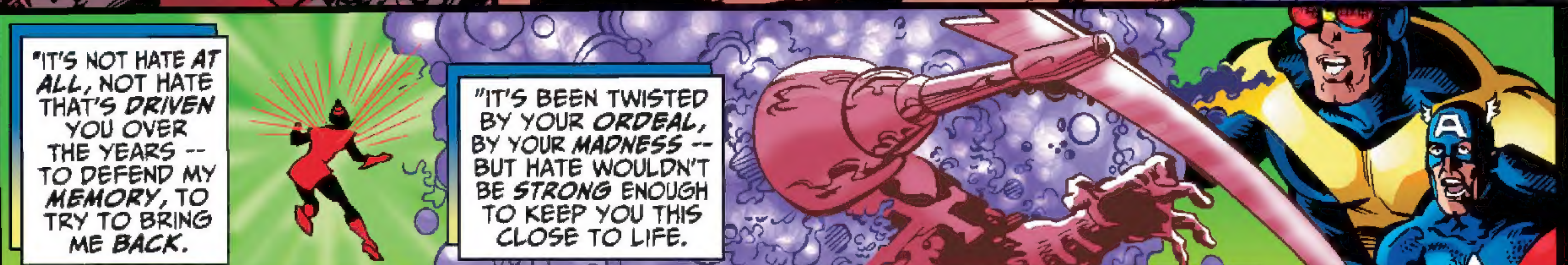
YOU NEVER DESPAIRED, ERIC. OTHERWISE YOU'D HAVE GONE ON -- YOU WOULDN'T BE HERE ANYMORE.

NO -- YOU HUNG ON AS SURELY AS I DID. AND YOU KNOW WHY.



"IT'S NOT HATE AT ALL, NOT HATE THAT'S DRIVEN YOU OVER THE YEARS -- TO DEFEND MY MEMORY, TO TRY TO BRING ME BACK.

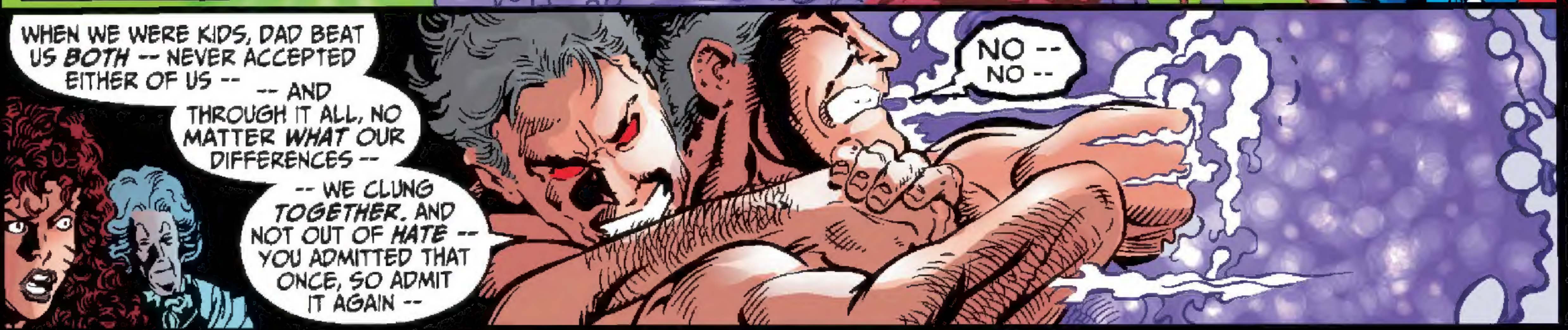
"IT'S BEEN TWISTED BY YOUR ORDEAL, BY YOUR MADNESS -- BUT HATE WOULDN'T BE STRONG ENOUGH TO KEEP YOU THIS CLOSE TO LIFE.



WHEN WE WERE KIDS, DAD BEAT US BOTH -- NEVER ACCEPTED EITHER OF US --

-- AND THROUGH IT ALL, NO MATTER WHAT OUR DIFFERENCES --

-- WE CLUNG TOGETHER. AND NOT OUT OF HATE -- YOU ADMITTED THAT ONCE, SO ADMIT IT AGAIN --

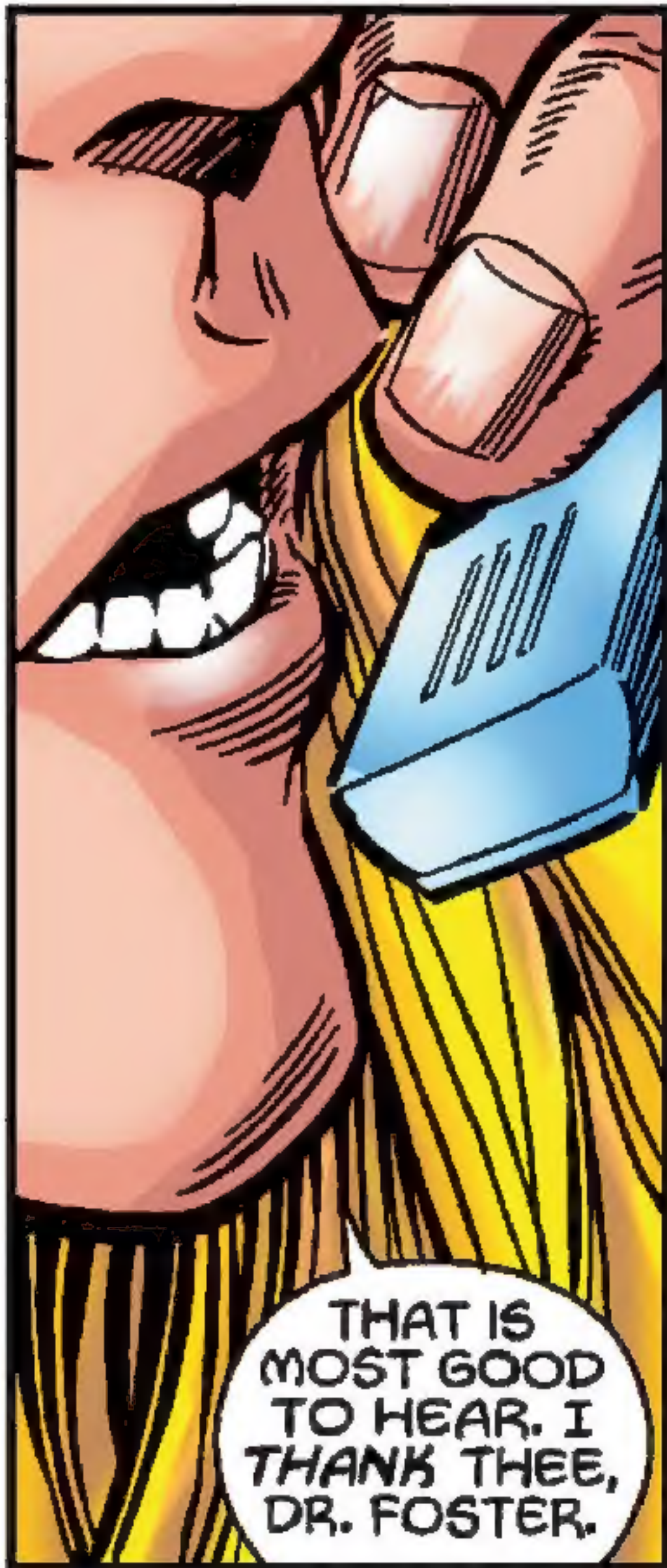


NO -- NO --

YES, ERIC. YES.

I -- I --





THAT IS MOST GOOD TO HEAR. I THANK THEE, DR. FOSTER.



IRON MAN DOETH REST COMFORTABLY. HIS INJURIES ARE SEVERE, I AM TOLD -- BUT WITH PROPER REST, HE SHALL RECOVER FULLY.

OH, I'M SO RELIEVED, THOR -- I'D BEEN FEARING THE WORST. THEN THAT'S IT -- EVERYTHING'S ALL RIGHT AGAIN?

PRETTY MUCH, JARVIS.



AS SOON AS THE REAPER STOPPED STRUGGLING, AND WONDER MAN PULLED HIM THROUGH, ALL THAT HELLISH LANDSCAPE VANISHED.

WE GOT IRON MAN TO MEDICAL ATTENTION, AND ANSWERED REPORTERS' QUESTIONS --

-- WELL, ANSWERED AS WELL AS WE COULD, CONSIDERING --



BUT -- HOW COULD THE GRIM REAPER'S LOVE FOR HIS BROTHER TWIST HIM LIKE THAT -- TURN TO SUCH VIOLENT HATRED?

ERIC APPARENTLY ALWAYS SAW SIMON AS HIS GOOD SELF -- AS IF THEY WERE LINKED, AND SIMON'S GOOD DEEDS MADE UP FOR ERIC'S CRIMES.

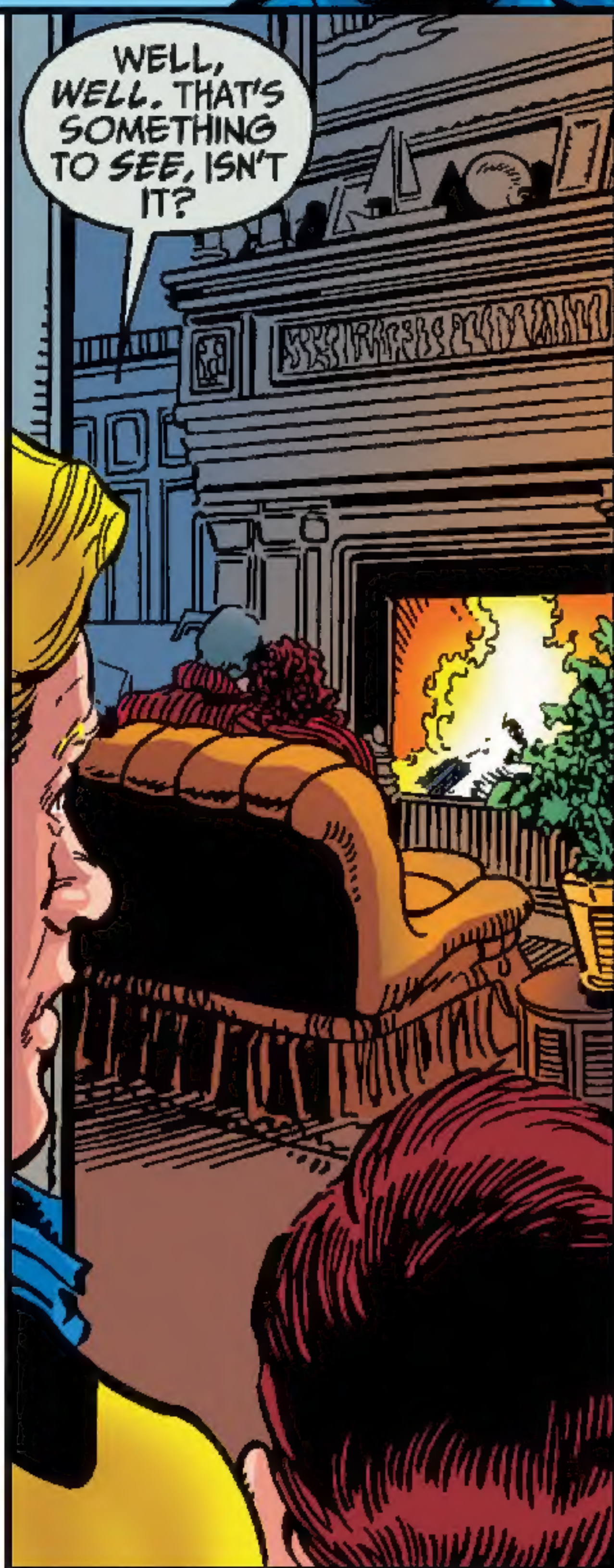
WHEN SIMON DIED, ERIC BECAME THE REAPER TO AVENGE HIM -- AND WHEN SIMON CAME BACK, THEY WERE OPPOSED. THE LINK WAS GONE.

WITHOUT A "GOOD SELF" TO CLING TO, ERIC BECAME MORE AND MORE IRRATIONAL AND SELF-HATING, HIS LOVE CURDLING INTO JEALOUSY.

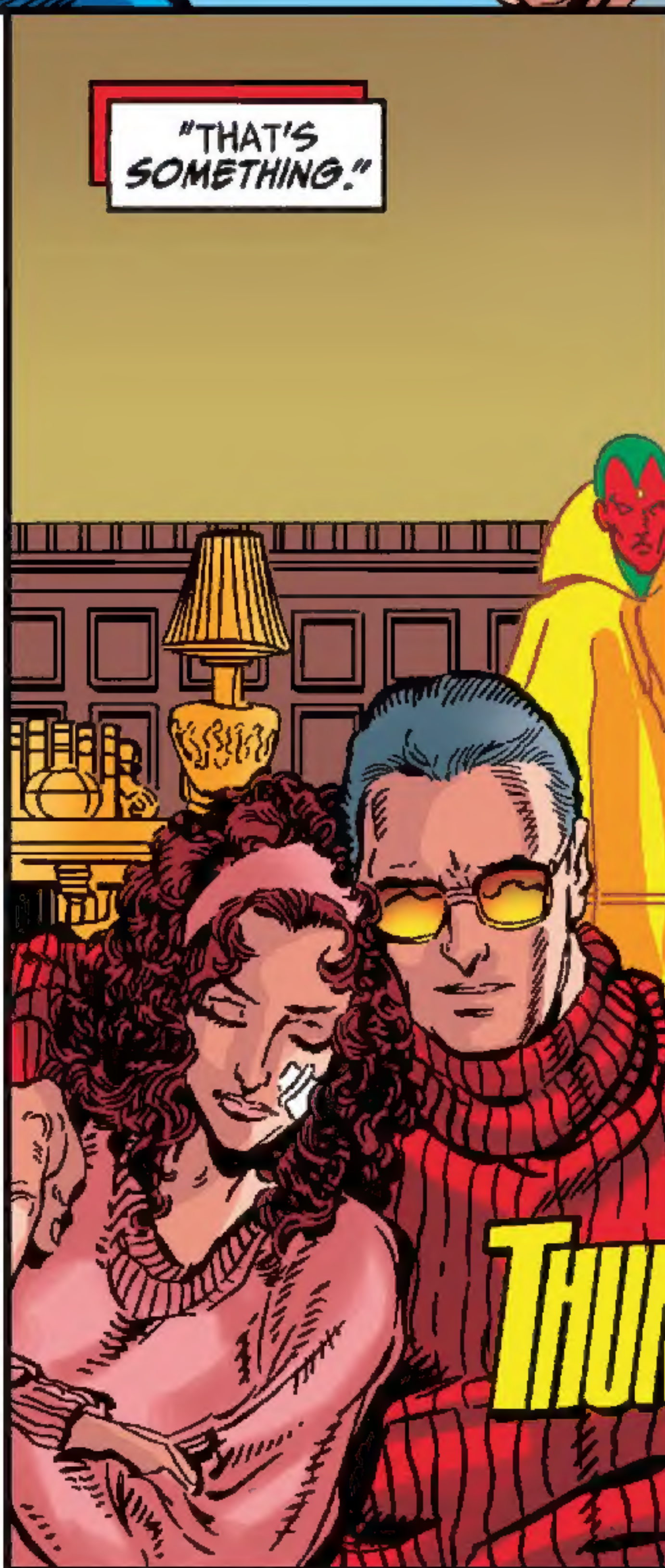
BUT HE'LL GET THAT SECOND CHANCE HE WANTED. HE'S IN CUSTODY, BUT HE'LL WIND UP IN AN ASYLUM, NOT IN JAIL.



AND ERIC WILLIAMS ISN'T THE ONLY ONE WHO GETS A SECOND CHANCE, FOLKS. TAKE A LOOK IN THE LIVING ROOM.



WELL, WELL. THAT'S SOMETHING TO SEE, ISN'T IT?



"THAT'S SOMETHING."



THE NEXT:
THUNDERBOLTS
(AND A WHOLE LOT MORE!)